



Affidavit #2 of John McEown
sworn November 1, 2019

No. S1710393
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, AS AMENDED

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,
S.B.C. 2002, c. 57, AS AMENDED

AND

IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*,
R.S.C. 1985, c. C-44, AS AMENDED

AND

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF
ALL CANADIAN INVESTMENT CORPORATION

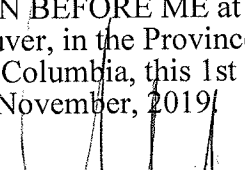
AFFIDAVIT

I, John McEown, CPA, CA, CIRP (Chartered Insolvency and Restructuring Professional), of 1140 - 800 West Pender Street, in the City of Vancouver, Province of British Columbia, MAKE OATH AND SAY AS FOLLOWS:

1. I am a Trustee engaged by Boale, Wood & Company Ltd., the Court-appointed Monitor herein (the "**Monitor**") in the matter of the Company Creditors Arrangement Act proceedings of All Canadian Investment Corporation ("**ACIC**"), and as such have personal knowledge of the facts and matters hereafter deposed to, save where the same are stated to be upon information and belief, and where so stated, I verily believe the same to be true.
2. I am authorized by the Monitor to make this Affidavit.
3. Boale, Wood and Company Ltd. was appointed as Monitor in the *Company Creditors Arrangement Act* proceedings of ACIC pursuant to an Order of the Supreme Court of British Columbia dated November 10, 2017, a copy of which is attached as **Exhibit "A"** to this my Affidavit.

4. The Monitor's powers and authority were increased pursuant to an Order of the Supreme Court of British Columbia dated November 9, 2018, a copy of which is attached as **Exhibit "B"** to this my Affidavit.
5. I have over 25 years of experience as an insolvency professional that is highlighted in my professional profile attached as **Exhibit "C"** to this my Affidavit.
6. Attached hereto and marked **Exhibit "D"** to this my affidavit is a true copy of the summary of services provided by the Monitor since the initial appointment to September 30, 2019 (the "**Summary of Monitor's Services**").
7. Attached hereto and marked **Exhibit "E"** to this my affidavit is a true copy of the summary of time spent and rates charged by the Monitor's staff since the initial appointment to September 30, 2019 (the "**Summary of Monitor's Time and Fees**"). The rates charged by the Monitor's staff are the Monitor's standard rates.
8. Attached hereto and marked **Exhibit "F"** to this my affidavit is a true copy of the Monitor's statements of account rendered since the initial appointment to September 30, 2019 including copies of the invoices rendered (the "**Monitor's Summary of Accounts**").
9. The invoices rendered by the Monitor have and will continue to be paid by the Petitioner as funds permit.
10. I have reviewed all of the accounts of Kornfeld LLP which are attached as **Exhibit "C"** to Affidavit #1 of Douglas B. Hyndman sworn October 31, 2019 and am of the opinion that those accounts are fair and reasonable in the circumstances.
11. I make this Affidavit in support of an application that the Monitor's accounts as summarized in **Exhibit "F"** attached hereto be approved.

SWORN BEFORE ME at the City of
Vancouver, in the Province of
British Columbia, this 1st
day of November, 2019.



A Commissioner for taking Affidavits
for British Columbia

Douglas B. Hyndman
Barrister & Solicitor
1100 - 505 Burrard Street
Vancouver, B.C. V7X 1M5
Telephone: (604) 331-8300



JOHN McEOWN



No. S1710393
 Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA
 IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
 R.S.C. 1985, c. C-36, AS AMENDED

AND

IN THE MATTER OF THE BUSINESS CORPORATIONS ACT,
 S.B.C. 2002, c. 57, AS AMENDED

AND

IN THE MATTER OF THE CANADA BUSINESS CORPORATIONS ACT,
 R.S.C. 1985, c. C-44, AS AMENDED

AND

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF
 ALL CANADIAN INVESTMENT CORPORATION

ORDER MADE AFTER APPLICATION

BEFORE THE HONOURABLE)
) 10/Nov/2017
MADAM JUSTICE ADAIR)

THE APPLICATION of the Petitioner coming on for hearing without notice at Vancouver, British Columbia, on the 10th day of November, 2017 (the "Order Date"); AND ON HEARING Christopher J. Ramsay and Katie G. Mak, counsel for the Petitioner and those other counsel listed on Schedule "A" hereto; AND UPON READING the material filed, including the First Affidavit of Donald Bergman sworn November 7th, 2017 and the consent of Boale, Wood & Company Ltd. to act as Monitor; AND UPON BEING ADVISED that Fisgard Capital Corporation and Van Maren Financial, ^{Inc.} who are likely to be affected by the charges created herein were given notice; AND pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36 as amended (the "CCA"), the British Columbia Supreme Court Civil Rules and the inherent jurisdiction of this Honourable Court;

This is Exhibit "A" referred to in the affidavit of John McEown sworn before me at Vancouver in the Province of British Columbia this 13th day of November A.D. 2019

.....
 A Commissioner for taking Affidavits
 within British Columbia

THIS COURT ORDERS AND DECLARES THAT:

JURISDICTION

- 1. The Petitioner is a company to which the CCAA applies.

SUBSEQUENT HEARING DATE

- 2. The hearing of the Petitioner's application for an extension of the Stay Period (as defined in paragraph 14 of this Order) and for any ancillary relief shall be held at the Courthouse at 800 Smithe Street, Vancouver, British Columbia at 9:45 a.m. on

ESTD: Tuesday the ~~5th~~ ^{5th} day of December 2017 or such other date as this Court may order. *(32)*

PLAN OF ARRANGEMENT

- 3. The Petitioner shall have the authority to file and may, subject to further order of this Court, file with this Court a plan of compromise or arrangement (hereinafter referred to as the "Plan").

POSSESSION OF PROPERTY AND OPERATIONS

- 4. Subject to this Order and any further Order of this Court, the Petitioner shall remain in possession and control of its current and future assets, undertakings and properties of every nature and kind whatsoever, and wherever situate including all proceeds thereof (the "Property"), and continue to carry on its business (the "Business") in the ordinary course and in a manner consistent with the preservation of the Business and the Property. The Petitioner shall be authorized and empowered to continue to retain and employ the employees, consultants, agents, experts, accountants, counsel and such other persons (collectively, "Assistants") currently retained or employed by it, with liberty to retain such further Assistants as it deems reasonably necessary or desirable in the ordinary course of business or for carrying out the terms of this Order.

- 5. The Petitioner shall be entitled, but not required, to pay the following expenses which may have been incurred prior to the Order Date:

- (a) all outstanding wages, salaries, employee and pension benefits (including long and short term disability payments), vacation pay and expenses (but excluding

severance pay) payable before or after the Order Date, in each case incurred in the ordinary course of business and consistent with the relevant compensation policies and arrangements existing at the time incurred (collectively "Wages"); and

- (b) the fees and disbursements of any Assistants retained or employed by the Petitioner which are related to the Petitioner's restructuring, at their standard rates and charges, including payment of the fees and disbursements of legal counsel retained by the Petitioner, whenever and wherever incurred, in respect of:
 - (i) these proceedings or any other similar proceedings in other jurisdictions in which the Petitioner or any subsidiaries or affiliated companies of the Petitioner are domiciled;
 - (ii) any litigation in which the Petitioner is named as a party or is otherwise involved, whether commenced before or after the Order Date; and
 - (iii) any related corporate matters.

6. Except as otherwise provided herein, the Petitioner shall be entitled to pay all expenses reasonably incurred by the Petitioner in carrying on the Business in the ordinary course following the Order Date, and in carrying out the provisions of this Order, which expenses shall include, without limitation:

- (a) all expenses and capital expenditures reasonably incurred and which are necessary for the preservation of the Property or the Business including, without limitation, payments on account of insurance (including directors' and officers' insurance), maintenance and security services, provided that any capital expenditure exceeding \$50,000 shall be approved by the Monitor;
- (b) all obligations incurred by the Petitioner after the Order Date, including without limitation, with respect to goods and services actually supplied to the Petitioner following the Order Date (including those under purchase orders outstanding at the Order Date but excluding any interest on the Petitioner's obligations incurred prior to the Order Date); and
- (c) fees and disbursements of the kind referred to in paragraph 5(b) which may be incurred after the Order Date.

7. The Petitioner is authorized to remit, in accordance with legal requirements, or pay:
- (a) any statutory deemed trust amounts in favour of the Crown in right of Canada or of any Province thereof or any other taxation authority which are required to be deducted from Wages, including, without limitation, amounts in respect of (i) employment insurance, (ii) Canada Pension Plan, (iii) Quebec Pension Plan, and (iv) income taxes or any such claims which are to be paid pursuant to Section 6(3) of the CCAA;
 - (b) all goods and services or other applicable sales taxes (collectively, "Sales Taxes") required to be remitted by the Petitioner in connection with the sale of goods and services by the Petitioner, but only where such Sales Taxes accrue or are collected after the Order Date, or where such Sales Taxes accrued or were collected prior to the Order Date but not required to be remitted until on or after the Order Date; and
 - (c) any amount payable to the Crown in right of Canada or of any Province thereof or any political subdivision thereof or any other taxation authority in respect of municipal property taxes, municipal business taxes or other taxes, assessments or levies of any nature or kind which are entitled at law to be paid in priority to claims of secured creditors.

8. Until such time as a real property lease is disclaimed in accordance with the CCAA, the Petitioner shall pay all amounts constituting rent or payable as rent under real property leases (including, for greater certainty, common area maintenance charges, utilities and realty taxes and any other amounts payable as rent to the landlord under the lease) based on the terms of existing lease arrangements or as otherwise may be negotiated between the Petitioner and the landlord from time to time ("Rent"), for the period commencing from and including the Order Date, twice-monthly in equal payments on the first and fifteenth day of the month in advance (but not in arrears). On the date of the first of such payments, any Rent relating to the period commencing from and including Order Date shall also be paid.

9. Except as specifically permitted herein, the Petitioner is hereby directed, until further Order of this Court:

- (a) to make no payments of principal, interest thereon or otherwise on account of amounts owing by the Petitioner to any of its creditors as of the Order Date except as authorized by this Order;

- (b) to make no payments in respect of any financing leases which create security interests;
- (c) to grant no security interests, trust, mortgages, liens, charges or encumbrances upon or in respect of any of its Property, nor become a guarantor or surety, nor otherwise become liable in any manner with respect to any other person or entity except as authorized by this Order;
- (d) to not grant credit except in the ordinary course of the Business only to its customers for goods and services actually supplied to those customers, provided such customers agree that there is no right of set-off in respect of amounts owing for such goods and services against any debt owing by the Petitioner to such customers as of the Order Date; and
- (e) to not incur liabilities except in the ordinary course of Business.

RESTRUCTURING

10. Subject to such requirements as are imposed by the CCAA, the Petitioner shall have the right to:

- (a) permanently or temporarily cease, downsize or shut down all or any part of its Business or operations and commence marketing efforts in respect of any of its redundant or non-material assets and to dispose of redundant or non-material assets not exceeding \$100,000 in any one transaction or \$300,000 in the aggregate;
- (b) terminate the employment of such of its employees or temporarily lay off such of its employees as it deems appropriate; and
- (c) pursue all avenues of refinancing for its Business or Property, in whole or part;

all of the foregoing to permit the Petitioner to proceed with an orderly restructuring of the Business (the "Restructuring").

11. The Petitioner shall provide each of the relevant landlords with notice of the Petitioner's intention to remove any fixtures from any leased premises at least seven (7) days prior to the date of the intended removal. The relevant landlord shall be entitled to have a representative present in the leased premises to observe such removal and, if the landlord disputes the Petitioner's entitlement to remove any such fixture under the provisions of the lease, such fixture shall remain on the premises and shall be dealt with as agreed between any applicable

secured creditors who claim a security interest in the fixtures, such landlord and the Petitioner, or by further Order of this Court upon application by the Petitioner, the landlord or the applicable secured creditors on at least two (2) clear days' notice to the other parties. If the Petitioner disclaims the lease governing such leased premises in accordance with Section 32 of the CCAA, it shall not be required to pay Rent under such lease pending resolution of any dispute concerning such fixtures (other than Rent payable for the notice period provided for in Section 32(5) of the CCAA), and the disclaimer of the lease shall be without prejudice to the Petitioner's claim to the fixtures in dispute.

12. If a notice of disclaimer is delivered pursuant to Section 32 of the CCAA, then: (a) during the period prior to the effective time of the disclaimer, the landlord may show the affected leased premises to prospective tenants during normal business hours on giving the Petitioner and the Monitor 24 hours' prior written notice; and (b) at the effective time of the disclaimer, the landlord shall be entitled to take possession of any such leased premises without waiver of or prejudice to any claims the landlord may have against the Petitioner, or any other rights the landlord might have, in respect of such lease or leased premises and the landlord shall be entitled to notify the Petitioner of the basis on which it is taking possession and gain possession of and re-lease such leased premises to any third party or parties on such terms as the landlord considers advisable, provided that nothing herein shall relieve the landlord of its obligation to mitigate any damages claimed in connection therewith.

13. Pursuant to Section 7(3)(c) of the *Personal Information Protection and Electronics Documents Act*, S.C. 2000, c. 5 and Section 18(1)(o) of the *Personal Information Protection Act*, S.B.C. 2003, c. 63, and any regulations promulgated under authority of either Act, as applicable (the "Relevant Enactment"), the Petitioner, in the course of these proceedings, is permitted to, and hereby shall, disclose personal information of identifiable individuals in its possession or control to stakeholders, its advisors, prospective investors, financiers, buyers or strategic partners (collectively, "Third Parties"), but only to the extent desirable or required to negotiate and complete the Restructuring or to prepare and implement the Plan or transactions for that purpose; provided that the Third Parties to whom such personal information is disclosed enter into confidentiality agreements with the Petitioner binding them in the same manner and to the same extent with respect to the collection, use and disclosure of that information as if they were an organization as defined under the Relevant Enactment, and limiting the use of such information to the extent desirable or required to negotiate or complete the Restructuring or to prepare and implement the Plan or transactions for that purpose, and attorning to the jurisdiction of this Court for the purposes of that agreement. Upon the completion of the use of personal information for the limited purposes set out herein, the Third Parties shall return the personal information to the Petitioner or destroy it. If the Third Parties acquire personal

information as part of the Restructuring or the preparation and implementation of the Plan or transactions in furtherance thereof, such Third Parties may, subject to this paragraph and any Relevant Enactment, continue to use the personal information in a manner which is in all respects identical to the prior use thereof by the Petitioner.

STAY OF PROCEEDINGS, RIGHTS AND REMEDIES

14. Until and including December 9, 2017, or such later date as this Court may order (the "Stay Period"), no action, suit or proceeding in any court or tribunal (each, a "Proceeding") against or in respect of the Petitioner or the Monitor, or affecting the Business or the Property, shall be commenced or continued except with the written consent of the Petitioner and the Monitor or with leave of this Court, and any and all Proceedings currently under way against or in respect of the Petitioner or affecting the Business or the Property are hereby stayed and suspended pending further Order of this Court, except for the foreclosure proceeding commenced by Fisgard Capital Corporation (BCSC No. H-170363).

15. During the Stay Period, all rights and remedies of any individual, firm, corporation, governmental body or agency, or any other entities (all of the foregoing, collectively being "Persons" and each being a "Person") against or in respect of the Petitioner or the Monitor, or affecting the Business or the Property, are hereby stayed and suspended except with the written consent of the Petitioner and the Monitor or leave of this Court.

16. Nothing in this Order, including paragraphs 14 and 15, shall: (i) empower the Petitioner to carry on any business which the Petitioner is not lawfully entitled to carry on; (ii) affect such investigations, actions, suits or proceedings by a regulatory body as are permitted by Section 11.1 of the CCAA; (iii) prevent the filing of any registration to preserve or perfect a mortgage, charge or security interest (subject to the provisions of Section 39 of the CCAA relating to the priority of statutory Crown securities); or (iv) prevent the registration or filing of a lien or claim for lien or the commencement of a Proceeding to protect lien or other rights that might otherwise be barred or extinguished by the effluxion of time, provided that no further step shall be taken in respect of such lien, claim for lien or Proceeding except for service of the initiating documentation on the Petitioner.

NO INTERFERENCE WITH RIGHTS

17. During the Stay Period, no Person shall discontinue, fail to honour, alter, interfere with, repudiate, terminate or cease to perform any right, renewal right, contract, agreement, licence

or permit in favour of or held by the Petitioner, except with the written consent of the Petitioner and the Monitor or leave of this Court.

CONTINUATION OF SERVICES

18. During the Stay Period, all Persons having oral or written agreements with the Petitioner or mandates under an enactment for the supply of goods and/or services, including without limitation all computer software, communication and other data services, centralized banking services, payroll services, insurance, transportation, services, utility or other services to the Business or the Petitioner, are hereby restrained until further Order of this Court from discontinuing, altering, interfering with, or terminating the supply of such goods or services as may be required by the Petitioner, and that the Petitioner shall be entitled to the continued use of its current premises, telephone numbers, facsimile numbers, internet addresses and domain names, provided in each case that the normal prices or charges for all such goods or services received after the Order Date are paid by the Petitioner in accordance with normal payment practices of the Petitioner or such other practices as may be agreed upon by the supplier or service provider and the Petitioner and the Monitor, or as may be ordered by this Court.

NON-DEROGATION OF RIGHTS

19. Notwithstanding any provision in this Order, no Person shall be prohibited from requiring immediate payment for goods, services, use of leased or licensed property or other valuable consideration provided on or after the Order Date, nor shall any Person be under any obligation to advance or re-advance any monies or otherwise extend any credit to the Petitioner on or after the Order Date. Nothing in this Order shall derogate from the rights conferred and obligations imposed by the CCAA.

PROCEEDINGS AGAINST DIRECTORS AND OFFICERS

20. During the Stay Period, and except as permitted by subsection 11.03(2) of the CCAA, no Proceeding may be commenced or continued against the directors or officers of the Petitioner with respect to any claim against the directors or officers that arose before the date hereof and that relates to any obligations of the Petitioner whereby the directors or officers are alleged under any law to be liable in their capacity as directors or officers for the payment or performance of such obligations, until a compromise or arrangement in respect of the Petitioner, if one is filed, is sanctioned by this Court or is refused by the creditors of the Petitioner or this Court. Nothing in this Order, including in this paragraph, shall prevent the commencement of a Proceeding to preserve any claim against a director or officer of the

Petitioner that might otherwise be barred or extinguished by the effluxion of time, provided that no further step shall be taken in respect of such Proceeding except for service of the initiating documentation on the applicable director or officer.

DIRECTORS AND OFFICERS INDEMNIFICATION AND CHARGE

21. The Petitioner shall indemnify its directors and officers against obligations and liabilities that they may incur as directors or officers of the Petitioner after the commencement of the within proceedings, except to the extent that, with respect to any director or officer, the obligation or liability was incurred as a result of the director's or officer's gross negligence or wilful misconduct.

22. The directors and officers of the Petitioner shall be entitled to the benefit of and are hereby granted a charge (the "Directors' Charge") on the Property, which charge shall not exceed an aggregate amount of \$50,000, as security for the indemnity provided in paragraph 21 of this Order. The Directors' Charge shall have the priority set out in paragraphs 33 and 36 herein.

23. Notwithstanding any language in any applicable insurance policy to the contrary, (a) no insurer shall be entitled to be subrogated to or claim the benefit of the Directors' Charge, and (b) the Petitioner's directors and officers shall only be entitled to the benefit of the Directors' Charge to the extent that they do not have coverage under any directors' and officers' insurance policy, or to the extent that such coverage is insufficient to pay amounts indemnified in accordance with paragraph 21 of this Order.

APPOINTMENT OF MONITOR

24. Boale, Wood & Company Ltd. is hereby appointed pursuant to the CCAA as the Monitor, an officer of this Court, to monitor the business and financial affairs of the Petitioner with the powers and obligations set out in the CCAA or set forth herein, and that the Petitioner and its shareholders, officers, directors, and Assistants shall advise the Monitor of all material steps taken by the Petitioner pursuant to this Order, and shall co-operate fully with the Monitor in the exercise of its powers and discharge of its obligations and provide the Monitor with the assistance that is necessary to enable the Monitor to adequately carry out the Monitor's functions.

25. The Monitor, in addition to its prescribed rights and obligations under the CCAA, is hereby directed and empowered to:

- (a) monitor the Petitioner's receipts and disbursements;
- (b) report to this Court at such times and intervals as the Monitor may deem appropriate with respect to matters relating to the Property, the Business, and such other matters as may be relevant to the proceedings herein;
- (c) advise the Petitioner in its development of the Plan and any amendments to the Plan;
- (d) assist the Petitioner, to the extent required by the Petitioner, with the holding and administering of creditors' or shareholders' meetings for voting on the Plan;
- (e) have full and complete access to the Property, including the premises, books, records, data, including data in electronic form, and other financial documents of the Petitioner, to the extent that is necessary to adequately assess the Petitioner's business and financial affairs or to perform its duties arising under this Order;
- (f) be at liberty to engage independent legal counsel or such other persons as the Monitor deems necessary or advisable respecting the exercise of its powers and performance of its obligations under this Order; and
- (g) perform such other duties as are required by this Order or by this Court from time to time.

26. The Monitor shall not take possession of the Property and shall take no part whatsoever in the management or supervision of the management of the Business and shall not, by fulfilling its obligations hereunder, or by inadvertence in relation to the due exercise of powers or performance of duties under this Order, be deemed to have taken or maintained possession or control of the Business or Property, or any part thereof, and nothing in this Order shall be construed as resulting in the Monitor being an employer or a successor employer, within the meaning of any statute, regulation or rule of law or equity, for any purpose whatsoever.

27. Nothing herein contained shall require or allow the Monitor to occupy or to take control, care, charge, possession or management (separately and/or collectively, "Possession") of any of the Property that might be environmentally contaminated, might be a pollutant or a contaminant, or might cause or contribute to a spill, discharge, release or deposit of a substance contrary to any federal, provincial or other law respecting the protection,

conservation, enhancement, remediation or rehabilitation of the environment or relating to the disposal of waste or other contamination including, without limitation, the *Canadian Environmental Protection Act*, the *Fisheries Act*, the *British Columbia Environmental Management Act*, the *British Columbia Fish Protection Act* and regulations thereunder (the "Environmental Legislation"), provided however that nothing herein shall exempt the Monitor from any duty to report or make disclosure imposed by applicable Environmental Legislation. For greater certainty, the Monitor shall not, as a result of this Order or anything done in pursuance of the Monitor's duties and powers under this Order, be deemed to be in Possession of any of the Property within the meaning of any Environmental Legislation, unless it is actually in possession.

28. The Monitor shall provide any creditor of the Petitioner with information provided by the Petitioner in response to reasonable requests for information made in writing by such creditor addressed to the Monitor. The Monitor shall not have any responsibility or liability with respect to the information disseminated by it pursuant to this paragraph. In the case of information that the Monitor has been advised by the Petitioner is confidential, the Monitor shall not provide such information to creditors unless otherwise directed by this Court or on such terms as the Monitor and the Petitioner may agree.

29. In addition to the rights and protections afforded the Monitor under the CCAA or as an officer of this Court, the Monitor shall incur no liability or obligation as a result of its appointment or the carrying out of the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part. Nothing in this Order shall derogate from the rights and protections afforded the Monitor by the CCAA or any applicable legislation.

ADMINISTRATION CHARGE

30. The Monitor, counsel to the Monitor, if any, and counsel to the Petitioner shall be paid their reasonable fees and disbursements, in each case at their standard rates and charges, by the Petitioner as part of the cost of these proceedings. The Petitioner is hereby authorized and directed to pay the accounts of the Monitor, counsel to the Monitor and counsel to the Petitioner on a periodic basis and, in addition, the Petitioner is hereby authorized to pay to the Monitor and counsel to the Petitioner, retainers in the amounts of \$50,000 to each to be held by them as security for payment of their respective fees and disbursements outstanding from time to time.

31. The Monitor and its legal counsel shall pass their accounts from time to time, and for this purpose the accounts of the Monitor and its legal counsel are hereby referred to a judge of

the British Columbia Supreme Court who may determine the manner in which such accounts are to be passed, including by hearing the matter on a summary basis or referring the matter to a Registrar of this Court.

32. The Monitor, counsel to the Monitor, if any, and counsel to the Petitioner shall be entitled to the benefit of and are hereby granted a charge (the "Administration Charge") on the Property, which charge shall not exceed an aggregate amount of \$250,000, as security for their respective fees and disbursements incurred at the standard rates and charges of the Monitor and such counsel, both before and after the making of this Order which are related to the Petitioner's restructuring. The Administration Charge shall have the priority set out in paragraphs 33 and 35 hereof.

VALIDITY AND PRIORITY OF CHARGES CREATED BY THIS ORDER

33. The priorities of the Administration Charge and the Directors' Charge, as among them, shall be as follows:

- First – Administration Charge (to the maximum amount of \$250,000); and
- Second – Directors' Charge (to the maximum amount of \$50,000).

34. Any security documentation evidencing, or the filing, registration or perfection of, the Administration Charge and the Directors' Charge (collectively, the "Charges") shall not be required, and that the Charges shall be effective as against the Property and shall be valid and enforceable for all purposes, including as against any right, title or interest filed, registered or perfected subsequent to the Charges coming into existence, notwithstanding any failure to file, register or perfect any such Charges.

35. The Administration Charge shall constitute a mortgage, security interest, assignment by way of security and charge on the Property and such Charges shall rank in priority to all other security interests, trusts, liens, mortgages, charges and encumbrances and claims of secured creditors, statutory or otherwise (collectively, "Encumbrances"), in favour of any Person, save and except those claims contemplated by section 11.8(8) of the CCAA.

36. The Directors' Charge shall constitute a mortgage, security interest, assignment by way of security and charge on the Property and such Charges shall rank in priority to all other security interests, trusts, liens, mortgages, charges and encumbrances and claims of secured creditors, statutory or otherwise (collectively, "Encumbrances"), in favour of any Person, save

and except those claims contemplated by section 11.8(8) of the CCAA and the secured claim of Fisgard Capital Corporation and of Van Maren Financial Ltd. ~~FA~~ EJA

37. Except as otherwise expressly provided herein, or as may be approved by this Court, the Petitioner shall not grant or suffer to exist any Encumbrances over any Property that rank in priority to, or *pari passu* with the Charges, unless the Petitioner obtains the prior written consent of the Monitor, and the beneficiaries of the Administration Charge and the Directors' Charge.

38. The Administration Charge and the Directors' Charge shall not be rendered invalid or unenforceable and the rights and remedies of the chargees entitled to the benefit of the Charges (collectively, the "Chargees") shall not otherwise be limited or impaired in any way by (a) the pendency of these proceedings and the declarations of insolvency made herein; (b) any application(s) for bankruptcy order(s) issued pursuant to the BIA, or any bankruptcy order made pursuant to such applications; (c) the filing of any assignments for the general benefit of creditors made pursuant to the BIA; (d) the provisions of any federal or provincial statutes; or (e) any negative covenants, prohibitions or other similar provisions with respect to borrowings, incurring debt or the creation of Encumbrances, contained in any existing loan documents, lease, mortgage, security agreement, debenture, sublease, offer to lease or other agreement (collectively, an "Agreement") which binds the Petitioner; and notwithstanding any provision to the contrary in any Agreement:

- (a) the creation of the Charges shall not create or be deemed to constitute a breach by the Petitioner of any Agreement to which it is a party;
- (b) none of the Chargees shall have any liability to any Person whatsoever as a result of any breach of any Agreement caused by the creation of the Charges; and
- (c) the payments made by the Petitioner pursuant to this Order and the granting of the Charges, do not and will not constitute preferences, fraudulent conveyances, transfers at undervalue, oppressive conduct, or other challengeable or voidable transactions under any applicable law.

39. THIS COURT ORDERS that any Charge created by this Order over leases of real property in Canada shall only be a Charge in the Petitioner's interest in such real property leases.

SERVICE AND NOTICE

40. The Monitor shall (i) without delay, publish in the Vancouver Sun a notice containing the information prescribed under the CCAA, (ii) within five days after Order Date, (A) make this Order publicly available in the manner prescribed under the CCAA, (B) send, in the prescribed manner, a notice to every known creditor who has a claim against the Petitioner of more than \$1000, and (C) prepare a list showing the names and addresses of those creditors and the estimated amounts of those claims, except for the names, addresses and amount of claims of the Petitioner's preferred shareholders, and make it publicly available in the prescribed manner, all in accordance with Section 23(1)(a) of the CCAA and the regulations made thereunder.

41. The Petitioner and the Monitor are at liberty to serve this Order, any other materials and orders in these proceedings, any notices or other correspondence, by forwarding true copies thereof by prepaid ordinary mail, courier, personal delivery or electronic transmission to the Petitioner's creditors or other interested parties at their respective addresses as last shown on the records of the Petitioner and that any such service or notice by courier, personal delivery or electronic transmission shall be deemed to be received on the next business day following the date of forwarding thereof, or if sent by ordinary mail, on the third business day after mailing.

42. Any Person that wishes to be served with any application and other materials in these proceedings must deliver to the Monitor by way of ordinary mail, courier, personal delivery or electronic transmission a request to be added to a service list (the "Service List") to be maintained by the Monitor. The Monitor shall post and maintain an up to date form of the Service List on its website at: www.boalewood.ca/2017/11/08/all-canadian-investment-corporation-acic/.

43. Any party to these proceedings may serve any court materials in these proceedings by emailing a PDF or other electronic copy of such materials to counsels' email addresses as recorded on the Service List from time to time, and the Monitor shall post a copy of all prescribed materials on its website at: www.boalewood.ca/2017/11/08/all-canadian-investment-corporation-acic/.

44. Notwithstanding paragraphs 40 and 42 of this Order, service of the Petition,, any affidavits filed in support of the Petition and this Order shall be made on the Federal and British Columbia Crowns in accordance with the *Crown Liability and Proceedings Act*, R.S.C. 1985, c. C-

50, and regulations thereto, in respect of the Federal Crown, and the *Crown Proceeding Act*, R.S.B.C. 1996, c. 89, in respect of the British Columbia Crown.

GENERAL

45. The Petitioner or the Monitor may from time to time apply to this Court for directions in the discharge of its powers and duties hereunder.

46. Nothing in this Order shall prevent the Monitor from acting as an interim receiver, a receiver, a receiver and manager, or a trustee in bankruptcy of the Petitioner, the Business or the Property.

47. THIS COURT REQUESTS the aid and recognition of other Canadian and foreign Courts, tribunal, regulatory or administrative bodies, including any Court or administrative tribunal of any federal or State Court or administrative body in the United States of America, to act in aid of and to be complementary to this Court in carrying out the terms of this Order where required. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Petitioner and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Petitioner and the Monitor and their respective agents in carrying out the terms of this Order.

48. Each of the Petitioner and the Monitor be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order and the Monitor is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada, including acting as a foreign representative of the Petitioner to apply to the United States Bankruptcy Court for relief pursuant to Chapter 15 of the *United States Bankruptcy Code*, 11 U.S.C. §§ 101-1330, as amended.

49. The Petitioner may (subject to the provisions of the CCAA and the BIA) at any time file a voluntary assignment in bankruptcy or a proposal pursuant to the commercial reorganization provisions of the BIA if and when the Petitioner determines that such a filing is appropriate.

50. The Petitioner is hereby at liberty to apply for such further interim or interlocutory relief as it deems advisable within the time limited for Persons to file and serve Responses to the Petition.

51. Leave is hereby granted to hear any application in these proceedings on two (2) clear days' notice after delivery to all parties on the Service List of such Notice of Application and all affidavits in support, subject to the Court in its discretion further abridging or extending the time for service.

52. Any interested party (including the Petitioner and the Monitor) may apply to this Court to vary or amend this Order on not less than seven (7) days' notice to all parties on the Service List and to any other party or parties likely to be affected by the order sought or upon such other notice, if any, as this Court may order.

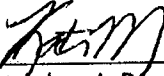
53. Endorsement of this Order by counsel appearing on this application is hereby dispensed with.

54. This Order and all of its provisions are effective as of 12:01 a.m. local Vancouver time on the Order Date.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:

Signature of

Party Lawyer for the Petitioners

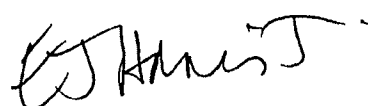


Christopher J. Ramsay / Katie G. Mak

BY THE COURT



REGISTRAR



Schedule "A"

Geoffrey Dabbs	Van Maren Financial <i>llc.</i>



No. S1710393
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA
IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, c. C-36, AS AMENDED

AND

IN THE MATTER OF THE BUSINESS CORPORATIONS ACT,
S.B.C. 2002, c. 57, AS AMENDED

AND

IN THE MATTER OF THE CANADA BUSINESS CORPORATIONS ACT,
R.S.C. 1985, c. C-44, AS AMENDED

AND

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF
ALL CANADIAN INVESTMENT CORPORATION

ORDER MADE AFTER APPLICATION

BEFORE THE HONOURABLE) FRIDAY, THE 9TH
MR. JUSTICE WALKER) DAY OF NOVEMBER, 2018
)

ON THE APPLICATION of the Petitioner coming on for hearing at Vancouver, British Columbia, on the 9th day of November, 2018; AND ON HEARING Jeremy D. West and Liam Oster, counsel for the Petitioner, and Douglas B. Hyndman, counsel for the Monitor Boale, Wood & Company Ltd.; AND UPON READING the material filed; AND pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36 as amended (the "CCAA"), the British Columbia Supreme Court Civil Rules and the inherent jurisdiction of this Honourable Court:

This is Exhibit " B " referred to in the affidavit of John M. Eown sworn before me at Vancouver in the Province of British Columbia this 1st day of November, D. 2019

.....
A Commissioner for Taking Affidavits
within British Columbia

THIS COURT ORDERS that:

1. The time for service of the Notice of Application herein is hereby abridged such that the Notice of Application is properly returnable today and service hereof upon any interested party other than those parties on the service list maintained by the Petitioner and the Monitor in these proceedings is hereby dispensed with.
2. The stay of proceedings and the other relief provided for in the Order of this Court pronounced on November 10, 2017 (the "Initial Order"), as amended by Order (the "Amending Order") dated April 11, 2018 (the Amending Order together with the Initial Order referred to as the "Amended Initial Order") is hereby extended to November 22, 2018.
3. Any capitalized terms not otherwise defined in this Order shall have the same meanings ascribed to them in the Amended Initial Order ("AIO").
4. The proceedings are adjourned to November 22, 2018.
5. The Petitioner prepare a comprehensive plan, for submission to the court, regarding the wind down and liquidation of the Petitioner's business (the "Plan").
6. The Monitor guide and assist the Petitioner in its preparation of the Plan.
7. Any and all power and authority of Mr. Bergman with respect to the Property or the Business, whether by virtue of being an ~~officer~~, ~~director~~ or ~~management~~ of the Petitioner be and it is hereby suspended during the pendency of this Order. u
8. On November 22, 2018 the court will determine the capacity in which Mr. Bergman will have continued involvement with the Petitioner

AMENDED ORDER

9. This Order amends the AIO. To the extent that the provisions of this Order conflict with any other Order granted in these proceedings, including the AIO, the provisions of this Order shall govern.

10. This Order shall be read together with the AIO and is intended to supplement and amend the AIO only to the extent necessary as provided for herein. For greater certainty, all of the provisions of the AIO, except as supplemented or amended herein, shall remain in full force and effect.

ADDITIONAL POWERS OF THE MONITOR

11. The Monitor, in addition to its powers set forth in the AIO, is hereby empowered and authorized, but not obligated, to act at once in respect of the Property and Business and, without in any way limiting the generality of the foregoing, is hereby expressly empowered and authorized to do any of the following where the Monitor considers it necessary or desirable;
- a. take any and all steps in order to direct or cause the Petitioner to administer the Property and operations of the Petitioner or to perform such other functions or duties as the Monitor considers necessary or desirable to deal with the Property or Business, including restructuring, wind-down, liquidation, disposal of assets, or other activities;
 - b. monitor, review, and direct the Petitioner's receipts and disbursements and implement such measures of control as the Monitor deems reasonably necessary to ensure the appropriate monitoring of the Petitioner's expenses and disbursements, including adding or removing signing authorities to or from the Petitioner's bank accounts;
 - c. initiate and administer any claims bar and/or claims resolution process, or protocol as may be approved by Order of this Court within these proceedings;
 - d. subject to the requirements for Court approval set forth in section 36 of the CCAA, direct or cause the Petitioner to complete one or more transactions for the sale of all or any part of the Business, Property or any part thereof, and conduct, supervise and recommend to the Court any procedure regarding the allocation and/or distribution of proceeds of any sales;
 - e. settle, extend or compromise any indebtedness owing to or by the Petitioner;

- f. engage or cause the Petitioner to engage consultants, assistants, advisors, appraisers, agents, experts, auditors, accountants, managers, counsel and such other persons from time to time and on whatever basis, including on a temporary basis, as the Monitor deems necessary or desirable to carry out the Monitor's powers and duties, including, without limitation, those conferred by this Order;
- g. apply to this Court for any orders necessary or advisable to carry out its powers and obligations under this Order or any other Order granted by this Court including for advice and directions with respect to any matter; and
- h. meet with management of the Petitioner, if any, with respect to any of the foregoing including, without limitation, operational, transactional and restructuring matters,

and in each case where the Monitor takes any such actions or steps, it shall be exclusively authorized and empowered to do so, to the exclusion of all other Persons, including the Petitioner and its past or present directors and officers, and without interference from any other Person, provided, however, that the Monitor shall comply with all applicable laws and shall not have any authority or power to elect or to cause the election or removal of directors of the Petitioner or to take any action to restrict or to transfer to the Monitor any of their powers, duties or obligations, except in accordance with section 11.5(1) of the CCAA.

- 12. Without limiting the provisions of this Order, the Petitioner shall remain in possession and control of the Property and the Business and the Monitor shall not take, and shall not, by fulfilling its obligations hereunder, or by inadvertence in relation to the due exercise of powers or performance of duties under this Order, be deemed to have taken or maintained possession or control of the Business or Property, or any part thereof, and nothing in this Order shall be construed as resulting in the Monitor being an employer or a successor employer, within the meaning of any statute, regulation or rule of law or equity, for any purpose whatsoever.

DUTY TO PROVIDE ACCESS AND CO-OPERATION TO THE MONITOR

- 13. Each of (i) the Petitioner, (ii) all of the Petitioners' current and former directors, officers, employees, agents, accountants, legal counsel and shareholders, and all other persons acting on its instructions or behalf, and (iii) all other individuals, firms, corporations, governmental bodies or agencies, or other entities having notice of this Order (all of the foregoing, collectively, being "Persons" and each being a "Person") shall forthwith advise the Monitor of the existence of any Property in such Person's possession or control, shall grant immediate and continued access to the Property to the Monitor, and shall deliver all such Property (excluding Property subject to liens the validity of which is dependent on maintaining possession) to the Monitor upon the Monitor's request;

- 14. All Persons shall forthwith advise the Monitor of the existence of any books, documents, securities, contracts, orders, corporate and accounting records, and any other papers, records and information of any kind related to the business or affairs of the Petitioner, and any computer programs, computer tapes, computer disks, or other data storage media containing any such information (the foregoing, collectively, the "Records") in that Person's possession or control, and shall provide to the Monitor or permit the Monitor to make, retain and take away copies thereof and grant to the Monitor unfettered access to and use of accounting, computer, software and physical facilities relating thereto, provided however that nothing in this Order shall require the delivery of Records, or the granting of access to Records, which may not be disclosed or provided to the Monitor due to the privilege attaching to solicitor-client communication or due to statutory provisions prohibiting such disclosure.

- 15. If any Records are stored or otherwise contained on a computer or other electronic system of information storage, whether by an independent service provider or otherwise, all Persons in possession or control of such Records shall forthwith give unfettered access to the Monitor for the purpose of allowing the Monitor to recover and fully copy all of the information contained therein whether by way of printing the information onto paper or making copies of computer disks or such other manner of retrieving and copying the information as the Monitor in its discretion deems expedient, and shall not alter, erase or destroy any Records without the prior written consent of the Monitor. Further, for the purposes of this paragraph, all

Persons shall provide the Monitor with all such assistance in gaining immediate access to the information in the Records as the Monitor may in its discretion require including, without limitation, providing the Monitor with instructions on the use of any computer or other system and providing the Monitor with any and all access codes, account names and account numbers that may be required to gain access to the information.

EMPLOYEES

- 16. Subject to the right of employees to terminate their employment, all employees of the Petitioner shall remain the employees of the Petitioner until such time as the Monitor, on the Petitioner's behalf, may terminate the employment of such employees. The Monitor shall not be liable for any employee related liabilities of the Petitioner, including any successor employer liabilities as provided for in Section 14.06(1.2) of the *BIA*, other than amounts the Monitor may specifically agree in writing to pay and amounts in respect of obligations imposed specifically on receivers by applicable legislation. The Monitor shall be liable for any employee-related liabilities, including wages, severance pay, termination pay, vacation pay, and pension or benefit amounts relating to any employees that the Monitor may hire in accordance with the terms and conditions of such employment by the Monitor.

- 17. Pursuant to Section 7(3)(c) of the *Personal Information Protection and Electronic Documents Act*, S.C. 2000, c. 5 or Section 18(1)(o) of the *Personal Information Protection Act*, S.B.C. 2003, c. 63, the Monitor may disclose personal information of identifiable individuals to prospective purchasers or bidders for all any or portion of the Property and to their advisors, but only to the extent desirable or required to negotiate and attempt to complete one or more sales of all any or portion of the Property (each, a "Sale"). Each prospective purchaser or bidder to whom such personal information is disclosed shall maintain and protect the privacy of such information and limit the use of such information to its evaluation of the Sale, and if it does not complete a Sale, shall return all such information to the Monitor, or in the alternative destroy all such information. The purchaser of any Property shall be entitled to continue to use the personal information provided to it, and related to the Property purchased, in a manner which is in all material respects identical to the prior use of such

information by the Petitioner, and shall return all other personal information to the Monitor, or ensure that all other personal information is destroyed.

LIMITATION ON ENVIRONMENTAL LIABILITIES

18. Nothing in this Order shall require the Monitor to occupy or to take control, care, charge, possession or management (separately and/or collectively, "Possession") of any of the Property that might be environmentally contaminated, might be a pollutant or a contaminant, or might cause or contribute to a spill, discharge, release, or deposit of a substance contrary to any federal, provincial or other law relating to the protection, conservation, enhancement, remediation or rehabilitation of the environment or relating to the disposal of waste or other contamination including, without limitation, the *Canadian Environmental Protection Act*, 1999, S.C. 1999, c. 33, the *Fisheries Act*, R.S.C. 1985, c. F-14, the *Environmental Management Act*, R.S.B.C. 1996, c. 118 and the *Fish Protection Act*, S.B.C. 1997, c. 21 and regulations thereunder (collectively "Environmental Legislation"), provided however that nothing herein shall exempt the Monitor from any duty to report or make disclosure imposed by applicable Environmental Legislation. The Monitor shall not, as a result of this Order or anything done in pursuance of the Monitor's duties and powers under this Order, be deemed to be in Possession of any of the Property within the meaning of any Environmental Legislation, unless the Monitor is actually in possession.

LIMITATION ON THE MONITOR'S LIABILITY

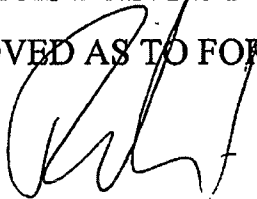
19. In addition to the rights and protections afforded the Monitor under the CCAA or as an officer of this Court, the Monitor shall incur no liability or obligation as a result of its appointment or the carrying out of the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part. Nothing in this Order shall derogate from the rights and protections afforded the Monitor by the CCAA or any applicable Subject to the right of employees to terminate their employment notwithstanding paragraph 15, all employees of the Petitioner shall remain the employees of the Petitioner until such time as the Monitor, on the Petitioner's behalf, may terminate the employment of such employees. The Monitor shall not be liable for any employee related liabilities of the Petitioner, including any successor employer liabilities as provided for in Section 14.06(1.2) of the *BIA*, other than amounts the Monitor may specifically agree in writing to pay

and amounts in respect of obligations imposed specifically on receivers by applicable legislation. The Monitor shall be liable for any employee-related liabilities, including wages, severance pay, termination pay, vacation pay, and pension or benefit amounts relating to any employees that the Monitor may hire in accordance with the terms and conditions of such employment by the Monitor.

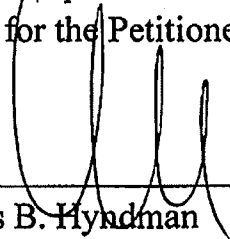
- 20. The Monitor is not, and shall not be or be deemed to be, a director, officer, employee, receiver, receiver manager, interim receiver or similar official of the Petitioner.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:

APPROVED AS TO FORM:



Jeremy D, West
Watson Goepel LLP
Lawyer for the Petitioner



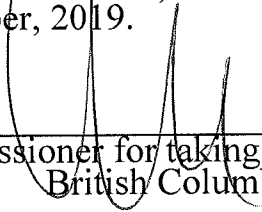
Douglas B. Hyndman
Kornfeld LLP
Lawyer for the Monitor

BY THE COURT

DEPUTY DISTRICT REGISTRAR



This is Exhibit "C" to Affidavit #2 of John McEown sworn before me at the City of Vancouver, in the Province of British Columbia, this 1st day of November, 2019.



Commissioner for taking Affidavits for
British Columbia.

John McEown – Professional Profile

John McEown has over 25 years experience as an insolvency professional. John’s employment history as an insolvency professional includes KPMG and Campbell Saunders and from 2011 until the end of 2018 John was a partner with Boale, Wood & Company Ltd., a boutique insolvency firm with offices in Vancouver, Coquitlam, Surrey and Sechelt. John continues to be engaged by Boale, Wood & Company Ltd. to manage its corporate insolvency engagements while starting his own insolvency firm, McEown & Associates Ltd. John is a Licensed Insolvency Trustee, a Chartered Accountant and a member in good standing of the Canadian Association of Insolvency and Restructuring Professionals (“CAIRP”).

John has extensive experience in corporate insolvency proceedings. He has been involved in several large real estate and development restructurings as well as a variety of other corporate matters. He has worked for secured lenders performing viability assessments and acting as Receiver and Manager. John has acted as Monitor under the *Companies’ Creditors Arrangement Act* and as Trustee of proposals/bankruptcies pursuant to the *Bankruptcy and Insolvency Act*. Recently John has been engaged as Court appointed Administrator of several estates of deceased individuals and also has been appointed as Liquidator of Strata Corporations being wound up under the *Strata Property Act*.

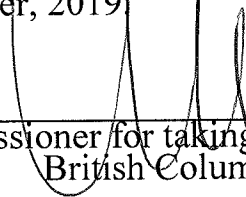
A few of John’s engagements follow:

- Acting as Court appointed Monitor in the CCAA proceeding of United Properties Ltd, a real estate development company, and Worldspan Marine Inc. et al, a yacht manufacturer.
- Acting as Court appointed Liquidator of several lower mainland Strata Corporations;
- Acting in the capacity as Court appointed Receiver and Manager of Maple creek Living Corporation to complete an \$8 million residential strata development in Maple Ridge, B.C. including dealing with National Home Warranty to maintain the home warranty insurance;
- Acting in the capacity as Trustee of the bankruptcies of Rashida Samji et. al and Virginia and Patrick Tan (“the Tans”). These individuals were involved in a multi-million dollar Ponzi scheme;
- Acting in the capacity as Trustee in the bankruptcy of Wakefield Construction Ltd. a prominent residential construction contractor in Sunshine Coast;
- Acting in the Capacity as Court appointed Judicial Trustee of Strategic Concepts Investment Trust, representing the interests of approximately 100 individual investors;
- Acting in the Capacity as Court appointed Administrator of the estates of Loraine Elphinstone Wayne Hunter and Richard Rogers. John’s involvement in estate matters is usually a result of there being a dispute between the beneficiaries or business assets that require expertise to sell.

John has also been involved in numerous presentations on insolvency matters. John was on a panel discussing Ponzi Schemes at the Turnaround Management Association 2016 fall conference in Whistler, B.C. and was on a panel discussion of Strata Wind-Ups/Liquidations at the CAIRP annual conference in Kelowna, B.C. in August 2017.

John and can be reached at (604) 558-8012

This is Exhibit "D" to Affidavit #2 of John McEown sworn before me at the City of Vancouver, in the Province of British Columbia, this 1st day of November, 2019.



Commissioner for taking Affidavits for
British Columbia.

ALL CANADIAN INVESTMENT CORPORATION
Summary of Monitor's Services Provided

- consulting with Management and reviewing information received with respect to the Loan Portfolio, Real Property, cash flows and CCAA proceedings;
- consulting and corresponding with the Petitioner, counsel for the Petitioner, and the Monitor's counsel regarding the collection of monies owed to the Petitioner and steps necessary to facilitate collection including litigation;
- consulting and corresponding with the Petitioner, counsel for the Petitioner, the Monitor's counsel and realtors regarding the sale of the Petitioner's real property and properties owned by the Censorio Group of Companies;
- monitoring the Petitioner's cash flow receipts and disbursements and, following the Order expanding the Monitor's powers, maintaining a trust account including receiving and disbursing funds of the Petitioner;
- communicated with the Petitioner's stakeholders, including responding to numerous enquiries as received;
- preparation of 14 Monitor Reports to the Court in these CCAA Proceedings and attendance at Court as considered necessary;
- Preparation of cash flow reports;
- Review and signing numerous Affidavits with respect the CCAA proceedings;
- Consulting and corresponding with counsel for Peter Censorio regarding the registration of mortgages against several properties owned by the Censorio Group of Companies;
- Executing documents on behalf of the Petitioner as required from time to time to register charges on title, convey title to properties and commence legal actions against borrowers of the Petitioner;
- Consulting and correspondence with legal counsel involved in the preferred shareholder application and reporting to shareholders on the matter;
- Consulting and corresponding with the petitioner's counsel regarding a claims process and plan of arrangement;

ALL CANADIAN INVESTMENT CORPORATION
Summary of Monitor's Services Provided

- Corresponding with investors regarding a possible claim against Don Bergman and certain borrowers of the Petitioner;
- Review and correspondence regarding the Petitioner's claim against the former auditor and former auditors claim against the Petitioner;
- Maintaining a website of the CCAA proceedings including Court applications, Court Orders made, Monitor's reports and creditor information; and
- Attending at the Monitor's offices in Salmon to take possession of the corporate records;

ALL CANADIAN INVESTMENT CORPORATION
Summary of Monitor's Time and Fees
October 2017 to September 2019

NAME	TITLE	HOURS	RATE	VALUE
John McEown	Trustee	707.90	395-475	\$ 308,467.11
David Wood	Trustee	0.20	450	90.00
Marianne Ting	Estate Manager	333.60	195-225	66,237.00
Jennilyn Param	Accountant	19.70	150-175	3,032.50
Catherine Castillo	Estate Administrator	3.50	150	525.00
Gretchen Salvaleon	Estate Administrator	39.70	150-165	6,109.50
Joyce Marquez	Estate Administrative Assistant	0.40	125	50.00
Teagan Salter	Estate Administrative Assistant	3.60	90	324.00
TOTAL PROFESSIONAL TIME/FEEES (BEFORE GST)		1,108.60		384,835.11
GST (5%)				19,241.76
TOTAL PROFESSIONAL TIME/FEEES				\$ 404,076.87

This is Exhibit " E " referred to in the
affidavit of John McEown
sworn before me at Vancouver
in the Province of British Columbia
this 15th day of November, A.D. 20 19

.....
A Commissioner for Taking Affidavits
within British Columbia

**All Canadian Investment Corporation
Summary of Monitor's Professional fees**

Boale, Wood & Company Ltd.

Invoice dated December 4, 2017	\$	35,040.00
Invoice dated January 25, 2018		24,202.00
Invoice dated March 8, 2018		14,514.12
Invoice dated May 3, 2018		37,096.50
Invoice dated June 11, 2018		16,223.00
Invoice dated August 15, 2018		9,407.50
Invoice dated October 12, 2018		22,658.50
Invoice dated December 13, 2018		89,545.49
Invoice dated February 4, 2019		29,392.00
Invoice dated August 1, 2019		51,094.00
Invoice dated September 13, 2019		32,317.50
Invoice dated October 17, 2019		23,344.50
		<hr/>
		384,835.11
		<hr/>
	GST @ 5%	19,241.76
		<hr/>
Total Professional Fees	\$	404,076.87
		<hr/> <hr/>

This is Exhibit " F " referred to in the
 affidavit of John McEown
 sworn before me at Vancouver
 in the Province of British Columbia
 this 1st day of November A.D. 2019

.....
 A Commissioner for taking Affidavits
 within British Columbia



LICENSED INSOLVENCY TRUSTEE

1140 - 800 W Pender Street
Vancouver, BC V6C 2V6
Tel 604 605 3335
Fax 604 605 3359
www.boalewood.ca

Date: **October 17, 2019**

Billing To: **ALL CANADIAN INVESTMENT CORPORATION ("ACIC")**
c/o Boale, Wood & Company Ltd.
1140 - 800 W Pender St
Vancouver, BC V6C 2V6

Re: Professional Services Rendered as Monitor in the CCAA Proceedings

Professional Fees from September 1 to September 30, 2019	\$ 23,344.50
GST @5%	<u>1,167.23</u>
	<u><u>\$ 24,511.73</u></u>

GST # 85626 6101 RT 0001

ALL CANADIAN INVESTMENT CORPORATION

October 17, 2019

In Reference To:
Invoice #10077

Professional Services

		<u>Hours</u>
9/3/2019	JM Email to/from J. West re: preferred shareholder application decision, disc with R. Anderson re: info requested by BCSC, disc with D. Hyndman re: administration, taxing accounts.	0.90
9/4/2019	JM Review reason for judgement, contact counsel arrange to post decision on website, prepare letter to Stakeholder. Follow up calls, email with realtor re: offer on Agnes property, conditions, proposed counter, discuss provision re: strata assessment with counsel.	1.90
	MT Internal discussion re file, review email re reasons for judgement, save copy to file	0.20
9/5/2019	GS Prepare cheque requisition. Review file re: taxation.	0.30
	JM Call from Executor for S/H that has recently passed away re: documentation required, receive info from Executor to send to Elaine, email to Ryan re: counter offer, proposed on Agnes property, review and sign counter. Review letter from Censorio's lawyer re: property taxes, disc with J. West.	1.00
	MT Internal discussion re correspondence to Stakeholders re Reasons for Judgement and organizing e-mailout/mailout for same, emails with Elaine re updated investor contact info/update, save investor spreadsheet to file, further email from investor re contact info update, update investor schedule re same, prepare draft letter to Stakeholders & finalize, organize production of materials for mailout, email from/to deceased investor's	4.30



Hours

	spouse re estate of the deceased, update of information, request copy of death certificate, will, executor information, cc to E. Carelse, review Monitor's website, coordinate with website administrator re update of the Reasons to website, review website updates, review updated investors list, creditors info, extract stakeholders' email addresses, organize mailing labels, prepare & organize materials for e-mailout/mailout to Stakeholders, prepare e-mailout to Stakeholders with email addresses, review undeliverable/bounced emails and email to Elaine re same, note to file to send paper copies to	
9/6/2019 JKM	Affix postage to mailout packages to shareholders.	0.40
JM	Call from two investors for update on hearing, realization, calls from Gill, Hancock (creditor) re: status update, further calls from investors, disc with D. Milligan. Disc with Ryan re: counter offer (too low) arrange for updated appraisal.	1.80
MT	Calls from investors inquiry re CCAA proceeding update, inquiry re correspondence received, discussion re reasons for judgement, status of preferred shareholder application, organize mailing out of correspondence with copy of Reasons for Judgment to Stakeholder with no email addresses, send same to investors with bounced emails, post disbursements, email from C. Cochrane of Watson Goepel re Notice of Application & affidavits, save documents to file, internal discussion re same, organize & coordinate updating of Application Materials and commentary to Monitor's website	4.60
9/9/2019 JM	Return investor calls requesting updates on proceedings, timing of decision to preferred shareholder. Draft report re: application to approve Altezza offer. Attend at Hyndman's office, review and finalize Monitor's report, organize letters to Preferred Shareholder, disc with J. West re: holdback, property taxes.	3.90
MT	Review Monitor's Draft 15th Report, prepare Appendix and organize appendices for same, email from D. Hyndman re copy of Monitor's 15th report (unfiled), save copy to file, internal discussion re ACIC's application on Wednesday, prepare correspondence to preferred S/H re same, organize & email to Preferred S/H letter re September 11th application with copy of Notice of Application and Monitor's 15th report	1.50
9/10/2019 JM	Respond to investor request for update, disc with Jeremy re: letter to G. Gehlen re: Bancorp charge, status update on Carleton, review various emails re: Review expected recovery analysis and update same.	2.10

		<u>Hours</u>
9/10/2019	MT Organize & coordinate update of filed Monitor's 15th report & commentary to Monitor's website, emails with website administrator re same, review website updates, email from/to preferred S/H re: materials emailed yesterday, call with investor inquiry re co-investor's status/deceased estate, review investor's email re same, email to Elaine cc investor coordinating update of investor info to ACIC's records, email from Chelsey Cochrane re email service list, call with Chelsey, discussion re service list update as well	1.30
	JP Bank Reconciliation August 2019.	0.30
9/11/2019	GS Internal disc re: files in storage. Print list of files in storage. Review with D. Bergman. Arrange retrieval of boxes. Internal disc re: taxation of fees and documents.	0.60
	JM Internal disc re: preparation of Monitor's fees taxation documents, meet with D. Bergman and organize files for his review, disc next step in wind down with Elaine and Don, prospect for collection of loan receivable, real property, email to/from Counsel re: meeting with Bancorp/Peter	2.00
	MT Meet with D. Bergman, Elaine Carelse, discussion with Elaine and provide access for copying of materials	0.30
9/12/2019	GS Prepare materials for taxation. Internal discussion re: same.	0.30
	JM Internal disc re: updates to website, call from investor, emails re: meeting Censorio/Bankcorp. Disc with J. West, review o/s report on Carleton.	1.20
	MT Email from Chelsey Cochrane re service list update, save to file, review, update dates and pdf copy, email from D. Hyndman re copy of Monitor's filed 15th report, prepare, organize and coordinate update of service list, Monitor's filed 15th report to website, voicemail from/return call to investor re inquiry, prepare affidavits of mailing for Sep 5 Reasons for Judgement and Sept 9, 2019 Notice & Monitor's 15th report mailout, call from investors re reasons for judgement, correspondences sent, status of proceeding, review website updates	2.10

		<u>Hours</u>
9/13/2019	JM Review status of Carleton, disc with Kalev, conference call with Doug, Jeremy, consider next steps on Carleton, call to Bancorp to discuss status of project, further disc with Jeremy, Doug re: registering against Carlton, review taxation material. Review banking transactions.	3.70
	GS Prepare schedules for taxation of fees. Review file. Internal disc re: same. Email to D. Hyndman, Kornfeld re: taxation of Monitor's professional fees. Internal disc re: updating website.	1.50
	MT Email from J. McEown re property taxes outstanding, review cash balance, discussion re cash balance, timing of payment, email with E. Carelse confirm properties not subject to tax sale, email from/to C. Cochrane re Court Order for posting on website, organize & coordinate updated of Court Order to Monitor's website,	0.90
9/17/2019	GS Review email from Elaine and disc internally.	0.20
9/19/2019	MT Call from investor, inquiry re Monitor's last report, creditors, Altezza sale, appendix A to report,	0.20
9/23/2019	JM Disc with J. West re: Friday hearing, Carleton project, call to A. Frydenlund re: Carlton, call to people re: progress draw on Carleton, call from investors/creditors re: update. Disc with Mike Salan, Bancorp re: cost to complete, disc with D. Hyndman, J. West re: extension application, report of Monitor.	2.00
	MT Internal discussion with J. McEown re AFDI September 2019 Management fees, approval for payment, prepare requisition for same, discussions re Elaine matter, resignation, call with Elaine, discussion re GL copy request, period covered, information re breakdown of sale proceeds, resignation, services to be retained by Monitor, proposed rate, call form preferred S/H, inquiry re status of CCAA, discussion Reason for Judgement re preferred S/H application, next court hearing	1.20
9/24/2019	JM Disc with Jeremy, Doug, Greg Gehlen re: Carleton project, approval of further advances, Disc with Elaine, Jeremy and Don re: monthly fee for assistance, disc with Jeremy re: Carleton trades, disc with Jeremy, Doug re: court hearing Friday,	2.30

		<u>Hours</u>
	borrowings on Carleton, Disc with Greg Gehlen.	
9/24/2019 MT	Email from Elaine re deceased investor's executor mailing address, resend returned mail/correspondence to executor, post disbursement, voicemails from/return call to preferred S/H, discussion re status, next Court Hearing, updates available on Monitor's website, email to Elaine re update to investors preference re receiving information, generate GL June 2019 to Aug 2019, search for Lot 137 sale breakdown, document, email GL and sale breakdown to Elaine, review GL, bank statements from Elaine, update cash flow	1.50
9/25/2019 JM	Disc with Jeremy re: court application, report of monitor, preparation of Monitor's Report, disc with Jeremy, Doug, email to/from G. Gehlen, call from investors. Review of updated cashflow report, disc internally, disc with Don re: management fee, email to Elaine.	4.30
MT	Internal discussion re cash flow for report, review previous reports re last cashflow cut-off, edits to cash flow, prepare cash for Monitor's report, format same for report	1.20
9/26/2019 JM	Finalizing Monitor's report meet with D. Hyndman to discuss report, conference call with Jeremy, Doug and counsel, for Peoples re: property agreement terms, emails re: meeting with Peter, Greg Gehlen, review of latest quantity surveyer report.	3.50
DW	Review and Approve wire transfer of funds.	0.20
MT	Internal discussion re Monitor's report, review file re Court Orders granted, reasons for judgment, update/edits to report, incorporate cash flow statement to same, organize appendices for report, review email from C. Chochrane re Notice of Application & Affidavit, save documents to file, email from D. Hyndman re unfiled copy of Monitor's 16th report, save to file, prepare website commentary update, organize and coordinate updates of commentary and various documents to Monitor's website. prepare draft email to preferred S/H re Notice of Application tomorrow and Monitor's report to Court, internal discussion re same, e-mailout to preferred S/H with email addresses	2.80

		<u>Hours</u>
9/26/2019	JP Email to/from bank re: wire transfer of funds, Review wire transfer information, Post in Ascend	0.50
9/27/2019	GS Internal disc re: mail out to preferred shareholders. Print copies of Monitor's report and letter. Mail out letter and Monitor's report to preferred shareholders.	3.20
	JM Review offer on Agnes, respond to realtor. Prepare for and attend meeting with Censorio and counsel, internal disc re: updating website, emails and calls re: people request for approval to process progress draw, review and sign update annual report to keep ACIC from being struck from registry.	3.70
	MT Internal discussion re file, organize materials, mailing list/labels, cover letter for mailout to preferred S/H of application materials, coordinate & instructions for mailout, review undeliverable email messages, email with Elaine re bounced email of preferred S/H, commission G. Salvaleon's affidavit, prepare affidavit of mailing to preferred S/H emailed yesterday	1.30
9/30/2019	GS Call from preferred shareholder re: documents posted on the website.	0.20
	JM Email to/from Greg Gehlen re: additional info required on Carleton, registering mortgage, disc with J. West, internal disc re: taxation material.	0.70
	MT Calls/voicemails from investors, return calls to investors, discussion re status of file, stay of proceedings, email from Carol/Thomas Hampton, review investor list, not on list, call/email to Elaine discussion re same, not ACIC investors	0.60
For professional services rendered		<u>66.70</u> <u>\$23,344.50</u>

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LICENSED INSOLVENCY TRUSTEE

1140 - 800 W Pender Street
Vancouver, BC V6C 2V6
Tel 604 605 3335
Fax 604 605 3359
www.boalewood.ca

Date: September 13, 2019

Billing To: ALL CANADIAN INVESTMENT CORPORATION ("ACIC")
c/o Boale, Wood & Company Ltd.
1140 - 800 W Pender St
Vancouver, BC V6C 2V6

Re: Professional Services Rendered as Monitor in the CCAA Proceedings

Professional Fees from May 1 to August 31, 2019	\$	32,317.50
	GST @5%	<u>1,615.88</u>
	\$	<u><u>33,933.38</u></u>

GST # 85626 6101 RT 0001

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ALL CANADIAN INVESTMENT CORPORATION

September 13, 2019

In Reference To:
Invoice #10077

Professional Services

		<u>Hours</u>
5/1/2019	JM Follow up re: finalizing report, send to J. West for review, email to Liam re: BCSC request.	0.60
	MT Call from preferred S/H Bernie Service, request update, discussion redeeming S/H application in June,	0.20
5/2/2019	JM Disc with J. West, D. Hyndman re: report, commencing litigation against borrowers, attend at D Hyndman's office to finalize 13th report, call to M. Davies re: S/H correspondence, internal disc, further review of number in report.	1.60
	MT Email from Watson Goepel re entered Order, review, organize uploading of Court Order and updated of commentary to Monitor's website, internal discussion re file, Monitor's 13th Report	0.50
5/3/2019	JM Disc with Kyle re; comparable cap rates for Altezza property, update on Sperling property, email to realtor, Milligan re: Pender Island listings update, internal disc re: updating website, disc with J. West.	0.90
	MT Email from D. Hyndman copy of filed Monitor's 13th report, save to file, organize uploading of same to Monitor's website, review Website update, call from Hank Andresen re enquiry 13th report, discussion re sending out to shareholders, internal discussion re same	0.60

		<u>Hours</u>
5/6/2019 MT	Organize emailing/ mailing list from last update from Elaine, organize production of copies & labels, draft cover letter for mailout, internal discussion re same, email internally softcopy of letter for editing, call from investor inquiry re contact info for M. Davies of RBS	1.70
5/7/2019 MT	Internal discussion re mailout to stakeholders, comment from lawyers for redeemers/nonredeemers re cover letter, discussion re investor, request return call, update/edits to cover letter & finalize, organize copies for same, extract stakeholder email addresses, prepare emailout to stakeholders and send, organize mailout packages to stakeholders	3.00
JM	Emails re: preferred S/H enquiries, forward the 13th report, internal disc re: website update. Disc with realtor, review and sign counter offer.	1.30
5/8/2019 MT	Call from investor, discussion re Monitor's 13th report, next hearing, email to J. Mceown re Investor inquiry and return call, call from H. Andresen re investor not receiving emails, email from H. Andresen re name if investor, review list & locate V. Fishcer & J. Harding, call to investor J. Harding, confirm email address on file, discussion to resend Monitors' 13th Report to alternate email address, email reply to H. Andresen, resend email to Investor and request to update contact details	0.70
JM	Call from preferred Shareholder re: vacant report, review email from Preferred Shareholders re: recent report, review emails from Preferred Shareholders and J. West.	0.40
5/9/2019 MT	Internal discussion re file, debenture holders, creditors, review schedules prepared by Elaine, email to J. McEown list of debenture holders	0.30
5/10/2019 JM	Calls from investors re: June hearing, disc with Elaine re: clarification re: status preferred S/H, disc with D. Hyndman.	1.10

ALL CANADIAN INVESTMENT CORPORATION

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		<u>Hours</u>
5/13/2019	MT Prepare affidavit of mailing for letter to Stakeholders dated May 7, 2019, post disbursement	0.40
5/15/2019	JM Disc with J. West to discuss setting up meeting to discuss Altezza and Sperling properties, follow up calls and emails re: list price reduction for Agnes properties, disc with realtor re: Appraisal.	0.80
	MT Call from preferred S/H, discussion re status of proceeding, next court hearing, discussion re Exhibit AA redemption list of D. Bergman's affidavit # 10 on Monitor's website, Monitor's 13th report	0.30
5/16/2019	JM Disc with J. West re: upcoming hearing, promotional material found, reminder re: BCSC info requested, AFDI updates, follow up emails to/from Liam.	0.40
	MT Call from investor, discussion re status, monitor's report	0.20
5/17/2019	JM Review correspondence from J. Whyte, Liam Oster, disc with Liam, email to Joel BCSC, organize appraisal Lee road property, Agnes units.	1.50
5/21/2019	JM Email from investor, internal disc re: investor's request, emails from agents re: Altezza, Sperling, setting up meeting.	0.80
	MT Review email from investor re redemption, review Exh AA redemption list, and located investor name	0.30
5/22/2019	JM Attend at meeting at Watson Goepel to review listing activity, Altezza, consider listing Sperling, Disc status of Carlton, disc with Jeremy re: litigation against borrowers, call to D. Hyndman re: interim taxation of Monitor's accounts. Email from Hank, call to Hank . Review appraisals from Agnes properties, send email to Jeremy/Don.	2.10

ALL CANADIAN INVESTMENT CORPORATION

		<u>Hours</u>
5/22/2019	JP Bank Reconciliation April 2019.	0.20
5/23/2019	JM Email to/from Elaine, review and respond to Investor email, review closing documents re: Sale 1406-188 Agnes, review agreement.	1.50
5/24/2019	MT Emails from J. Kwok re updates to service list, email service list, review documents, save to file & create pdf copies of same, organize updating of service lists and filed Orders to website, email from J. Kwok re "promotional materials," login to dropbox, download and save to file, organize updating of same via website administrator's large file upload link, further email to website administrator re uploaded large file & further updates to Monitor's website, emails with website administrator, review website updates	1.50
5/27/2019	MT Internal discussion re website update, prepare draft commentary and organize update of same, instructions to move Affidavit to corresponding section on website, review email from preferred investor, reply and confirm name on redemption list, confirm outstanding amount, review email re request to be added to service list, email to J. Kwok for updates to service lists, review website updates	1.00
	JM Disc internally re: update to website, disc with J. West re: status of action against borrowers, proposal revised list prices, upcoming hearing, GST issue on Agnes N.W. Review banking transactions.	1.20
5/28/2019	JM Review and sign listing agreement, disc with Ryan.	0.40
	MT Email from J. Kwok re updated service lists, save to file, review and organize pdfs, emails with R. Ouimet coordinating updating of service lists to Monitor's website, review website updates, call from preferred shareholder inquiry re redemption, discussed no ability to redeem due to CCAA proceeding, discussed net Court hearing, Monitor's 13th report	0.70
5/31/2019	MT Email from/to preferred S/H's legal counsel re addition to service list request, confirm added to list, referred to Monitor's website to view	0.30

		<u>Hours</u>
6/6/2019	JM Email to/from D. Hyndman, email from L. Oster, email to commercial agents re: updates requested.	0.60
6/10/2019	JM Call from investor re: update, conference call Doug, Jeremy re: hearing next week, position of Monitor.	0.40
6/11/2019	MT Review email re Property Taxes, review property tax notices, tax arrears invoices, prepare schedule of outstanding Property taxes for 2018, 2019, print schedule, generate GL report for March to May 2019 and email to Elaine, request update to monthly banking report, review forwarded email from preferred shareholder inquiring if they are on the redemption list, review preferred shareholder list & redemption Exh AA of Affidavit # 10 of D. Bergman, voicemail to/call from/email to preferred shareholder confirming name on list	1.30
	JM Call from/to Hank re: update, questions re: shareholder meeting, status of limitation.	0.30
6/12/2019	MT Internal discussion re property tax statements, call with/email to Elaine re provided physical addresses for the property for appraisal, review email from J. Kwok re updates to service & email service lists, Notice of Application to be uploaded, save documents to file, generate pdfs of lists, organize and coordinate updating of documents to Monitor's website	1.00
	JM Disc with J. West, internal disc re: website updates. Follow-up J. West re: approval, appraisal of sunshine coast property, call from Hank.	0.70
6/13/2019	JM Follow-up call to realtors re: reports requested, review of reports, call to Kyle.	0.50
6/15/2019	MT Review email from J. Kwok re affidavit materials to be updated on Monitor's website, save documents to file, coordinate & organize updating of affidavits to Monitor's website, review website updates	0.70
6/17/2019	MT Email from J. Kwok re further materials to be updated on Monitor's website, save to file, organize documents and coordinate updating of same to Monitor's website, review website updates	0.50

Hours

6/17/2019	JM	Emails re: hearing tomorrow, call to Alastair, re: update BDO matter, review of reports from Cushman Wakefield.	1.60
6/18/2019	MT	Review email from Elaine Carelse re addresses for property, call with Elaine discussion re which address for which location, update schedule of outstanding property taxes, internal discussion with J. McEown re same	0.30
	JM	Call from investor re: update, email to D.Hyndman re: court hearing.	0.30
6/19/2019	JM	Emails re: closing of Beta Sale, disc with D. Hyndman re: update on Court Hearing.	0.50
6/20/2019	MT	Message from preferred shareholder, return call & discussion re ACIC status of proceeding, confirm shares held and on list, update investor information/telephone #, email to E. Carelse re change in investor contact information	0.30
	JM	Review offer on Pender Island property, discuss with agent, review emails re: same, call to Tony, agent for investor re: valuation letter.	0.60
6/21/2019	MT	Received returned mail, email with Elaine re returned mail from investors	0.20
	JM	Disc with D. Milligan re: counter on offer, disc with Liam re: Beta closing, Buchmann possible offer, litigation, email from Don.	0.90
6/24/2019	JM	Disc with Ryan re: offer on Agnes, disc with D. Hyndman re: concerns of Hanks, Hank's counsel's continued involvement, call to/from Hank, review previous offers.	1.10

		<u>Hours</u>
6/25/2019	JM Disc with Hank, Doug re: Statute of Limitation, disc with Ryan, review and sign counter offer.	0.90
	MT Internal discussion re status of preferred S/H application heard last week, email from/to investor re status, Court's decision not available yet,	0.20
	JP Bank Reconciliation May 2019.	0.20
6/26/2019	JM Disc with Liam re: update of various matters, including Beta sale, offer on Agnes, GST issues, registration of mortgages, Buchmann property, calls from investors re: update on hearing.	1.30
	MT Email from investor, inquiry re status of creditors, internal discussion with J. McEown	0.10
6/27/2019	JM Call from Fred Bell, investor re: update on hearing, follow up with realtor re: Pender Island listings, review of sign counter claim, Agnes Property.	1.40
6/28/2019	JM Disc with Liam re: closing Beta, disc with Doug, email from J. Whyte re: fees owed, disc with Liam re: Sperling mortgage. Review banking transactions.	0.90
7/2/2019	JM Email from D. Milligan, re: party interested in Lot 6, disc with J. West re: GST issue, counsel for preferred shareholders going forward, proposal letter to borrowers concerns re: Carleton completion, cost variance, AFDI, Buchmann, call from BCSC re: request to review ACIC records in our possession, email to D. Hyndman. Review progress report, email to Doug.	1.80
	MT Call from investor, discussion re status of June 18th hearing, reasons for judgement not yet available, updates will be posted on Monitor's website	0.30

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		<u>Hours</u>
7/3/2019	JM Call from investor re: update, disc with Kyle, Craig re: real estate market, revising listing price.	0.60
7/9/2019	JP Bank Reconciliation June 2019.	0.20
7/19/2019	JM Call from investor re: update on administration, call to Watson Goepel to discuss upcoming hearing to approve sales, call to realtor, Milligan, disc with D. Hyndman to discuss preparation of report to Court, preparing report to Court.	2.30
7/22/2019	MT Print bank statements from Elaine, review & update ACIC cash flow statement April, May 2019, emails with E. Carelse re June 2019 statement, email from investor inquiry if on list of redeemers, review list & reply with copy of Exhibit AA redeemers list	0.80
7/23/2019	JM Follow up re: Agnes sale, call from Hank. Review banking transactions.	0.50
7/24/2019	JM Disc with J. West, follow up on Agnes.	0.40
7/26/2019	JM Disc D. Hyndman, set-up meeting to discuss Statute of limitation on fraud situation.	0.40
	MT email from Chelsey Cochrane re ACIC Court application materials to be posted on Monitor's website, save materials to file, coordinate posting of Notice of Application and Affidavits to Monitor's website, call/voicemail to R. Ouimet to follow-up re posting to website, review website update	0.70
7/29/2019	JM Follow-up with realtors re: info for Monitor's 14th Report, preparation of report, meet with Doug Hyndman to discuss Hank's request re: limitation periods, review letter to counsel in this regard, return call to investors.	4.20
	MT Prepare commentary update re August 1, 2019 hearing, coordinate updating of same, review website updates, email from Elaine re bank statements, print, update cash flow statement, email from Elaine re interest payment	0.70

		<u>Hours</u>
7/30/2019	GS Prepare and mail out documents to preferred shareholders.	1.60
	JM Finalizing Monitor's 14th report disc with Counsel re: application, notice to preferred shareholders, attend at Kornfeld LLP to review and sign report, disc with Wayne Blair re: status update. Review info re: filed report, internal disc re: distributing to preferred shareholders, send email to Hank.	2.80
	MT Internal discussion re Monitor's 14th report, updates/edits to report, print Order dated April 26, 2019 for report appendix, prepare and organize appendices for Monitor's report, email to D. Hyndman draft Monitor's 14th Report with appendices, call from investor, inquiry re decision for June 2019 hearing, advised no decision as yet, email from/call with Yianni Pappas-Acreman of Watson Goepel re appraisal for 1703-188 Agnes NW, review file, internal discussion re appraisal, email to Yianni copy of appraisal, advised appraise value inclusive of GST, email from D. Hyndman re copy of unfiled Monitor's 14th Report, save copy to file, email with E. Carelse re updated investor list, extract investor email addresses, prepare cover letter, prepare & organize labels for mailout, prepare for and organize mailout and emailout of Monitor's 14th Report to Preferred S/H, post disbursement, further email with Elaine re investor's change in address/moved, email from D. Hyndman re filed Monitor's report, coordinate updating of same to Monitor's website	4.50
7/31/2019	JM Follow-up emails re: sending out report, sign affidavit of mailing, call from Elaine re: non payment of her wages, call to Greg, agent re: listing price reduction Altezza, drive by Carlton to see status of construction, email from Milligan re: possible offer.	2.30
	MT Call from investor discussion re Monitor's 14th, stay of proceedings, no decision yet re Preferred S/H application in June 2019, next Court hearing tomorrow to approval of sale, then in Sept 2019, email disc with Elaine re investor L. Kootnikoff contact info, to locate, prepare affidavit of mailing of Monitor's 14th Report to Court, print schedules for same	0.90
8/1/2019	JM Conversation with W. Blair re: CCAA proceedings, follow up re: Lee road, court approval, agreement offer, internal disc re: Webpage update. Emails to/from D. Milligan, review, sign and return listing contract extension.	1.20

		<u>Hours</u>
8/2/2019	MT Email with E. Carelse re investor contact info, bankrupt, to contact Trustee in Bankruptcy for investor for info, email from C. Cochrane of Watson Goepel re Order dated Aug 1, 2019, review and save to file, organize & coordinate updating of Court Order and commentary update on Monitor's website, call from J. West discussion re Milligan's document required to be reviewed by Monitor today, review website updates, email from Trustee in Bankruptcy re investor, email to E. Carelse wire transfer information	1.30
8/7/2019	MT Email from Elaine Carelse re investor, redemption information	0.10
	JM Disc with Kyle Craig re: Altezza offer, proposed counter, review of counter to Peter counter, disc with Kyle, call to J. West re: same.	0.90
8/8/2019	JM Prepare for and meet with J. West, L. Oster and D. Hyndman, disc with recovery efforts, legal action that needs to be taken to recover on o/s loans.	2.70
8/9/2019	JM Disc with Kyle Wilson re: update on Altezza offer, review emails re: follow-up to meeting yesterday.	0.50
8/12/2019	JM Email from H. Anderson re: forensic review, documents, required, disc with D. Hyndman, review of professional accts, disc with payment with counsel, issue re: timing of paying, J. Whyte, M. Davies accts, follow up sale closing, Lee road.	1.90
	GS Save documents. Post third party deposit.	0.40
	JP Bank Reconciliation July 2019	0.20
8/13/2019	MT Call from E. Carelse re funds received, review file & email to Elaine confirm cheque & amount deposited from K. Buchmann, further email from E. Carelse re receipt requested by K. Buchmann, call to Elaine, discussion re no receipt, K. Buchmann's CWB deposit/transaction confirmation is receipt/proof of deposit, and confirmed by email	0.50

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		<u>Hours</u>
8/13/2019	GS Post cheque and print slip. Deposit cheque at CWB.	0.30
8/14/2019	MT Emails/call with E. Carelse re invoice for payment of AFDI management fees, review file re last management fees paid, review invoice, prepare requisition for payment of same, internal discussion re outstanding professional fees to be paid, diarize re same	0.50
	JM Disc with D. Hyndman , J. West re: payment of professional fees, fees of Whyte, Davies.	0.40
8/15/2019	JM Internal disc re: payment of professional fees, call from Elaine re: wages owed, review emails re: approved order on 1703 Agnes.	0.90
	MT Internal discussion re file, sale of Unit #1703, waiting for Court Order re sale, to post Order once received, Email from E. Carelse re updated invoice, internal discussion re payment of professional fees, emails from/to C. Chochrane re invoices, review email re Kornfeld invoices, prepare requisitions for payment of same	0.90
	GS Internal disc re: status update.	0.20
	JP Prepare cheque requisition Process and print cheques re:payables	0.60
8/16/2019	MT Call from investor, inquiry if on redemption list, review file/list for same, confirm on list, discussion re contact information on file, disc re address change/update, email to investor re providing updated contact info, resend email to spouse's email, inquiry re beneficiaries, advised to include query in his email & we will forward to ACIC for info on file, internal discussion re cheque from Watson Goepel, diarize to follow-up next week	0.60
	JP Post and print cheques re:payables	0.40
8/19/2019	MT Message from Blakeley and Company re investor, return call, discussion re estimated realization previously discuss with Monitor, disc re no guarantee on estimate, and may change depending on actual realizations under the CCAA proceeding, call from investor	1.20

Hours

Fred Bell re solicitation call received re buyback of debt etc, email to J. McEown re same, email to Chelsey Cochrane follow-up on cheque payment re sale, review email from C. Cochrane re Court Order, review Order and save to file, coordinate updating of Court Order and commentary to website, review website updates

8/20/2019 JM Disc internally re: Balance of Sales Proceeds Lot 137 Lee Rd. Review and sign cheque payments. Follow up re: payment to Don Bergman's management fees and Elaine's wages. 0.70

MT Receive and review cheque payment, mailout, post disbursement, receive courier re cheque payment, scan/save statement of adjustment to file, instructions for deposit, call from E. Carelse discussion re sale of Lot 137, funds just received, AFDI invoice for payment, monies owed to Elaine, email to J. McEown re same, awaiting instructions for payment of AFDI invoice, attend at CWB and deposit cheque, internal discussion re approval to pay AFDI invoice, call to Elaine re wire transfer information, call from Investor re updating contact info, emails not received, test email to investor, email to Elaine re investor's update in email address, contact info, email from Elaine re wire instruction, receive internal approval for payment of same, forward information to accountant for processing, review email from D. Bergman re payment to Elaine, save to file 1.90

JP Post and print cheque re:payable 0.20

8/21/2019 MT Call from Josephine Lam of City of Burnaby, discussion re tax sale of properties, note down property addresses, date of tax sale, call to Elaine discussion re address, name of project, email to J. McEown re tax sale information provided 0.40

8/22/2019 JM Emails to Counsel, Doug Bergman and realtor re: requirements of Monitors if payment for Altezza less than \$ 3.8 Million. 0.60

8/23/2019 MT Internal discuss re wire transfer payment, emails with Elaine Carelse re same 0.20

JP Email to/from bank re: wire transfer request to ACIC Financial Development Post and process the wire transfer 0.50

		<u>Hours</u>
8/26/2019	GS Call from preferred shareholder. Call and email from Ryan Eagleton re: corporate fintrac. Internal disc re: same.	0.70
8/27/2019	GS Call from Warren Blackstock re: status update.	0.20
JM	Emails to/from Realtor, disc with counsel re: offers on Altezza.	0.70
8/28/2019	GS Voicemail from shareholder re: change of address. Internal email re: same. Send out cheque.	0.60
JP	Email to/from Ryan re: BWC Corporate Status as required by the Canadian Real Estate Association	0.20
JM	Call and emails to/from Kyle re: Altezza offer, disc with J. West re: same, and conditions to be attached.	1.20

	<u> </u>	<u>Amount</u>
For professional services rendered	92.10	\$32,317.50

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LICENCED INSOLVENCY TRUSTEE

1140 - 800 W Pender Street
Vancouver, BC V6C 2V6
Tel 604 605 3335
Fax 604 605 3359
www.boalewood.ca

Date: August 1, 2019

Billing To: ALL CANADIAN INVESTMENT CORPORATION ("ACIC")
c/o Boale, Wood & Company Ltd.
1140 - 800 W Pender St
Vancouver, BC V6C 2V6

Re: Professional Services Rendered as Monitor in the CCAA Proceedings

Professional Fees from January 24 to April 30, 2019	\$ 51,094.00
GST @5%	<u>2,554.70</u>
	<u>\$ 53,648.70</u>

GST # 85626 6101 RT 0001

ALL CANADIAN INVESTMENT CORPORATION

August 1, 2019

In Reference To:
Invoice #10077

Professional Services

		<u>Hours</u>
1/24/2019	GS Disc with internally re: voiding cheque payment. Void cheque payment in Ascend.	0.30
	JM Emails to G. Ghelen re: follow up, Beta offices, speaking officer, mortgage documents, review of listing agreements for Pender Island, Lee Rd property, email to G. Parfeniuk, disc with J. West. Call from investors re: update, review of listing agreement, Agnes & Elliot. properties, approve and advise realtor, review of application materials for April hearing re: preferred shareholders, disc with Watson Goepel re: how to serve given volume, disc internally re: voiding cheque payment.	3.10
	MT Call with E. Carelse, discussion re valuation form, template, review Trustee Statements provided, prepare list of trustee firms & address, emails with Elaine re updated investor list, follow-up call to funeral service re deceased investors next of kin contact, email from/call with J. Kwok re materials to be served on preferred S/H, call from investor discussion re his inquiry re proceedings, material to be sent out by Jan 25, 2019, email from J. West re Monitor's draft service letter for his review, prepare draft service letter, internal discussion re same, email draft service letter to J. West, email from J. West re comments on letter, prepare draft letter to trust company re share valuation, internal discussion re same, email to Elaine re current valuation of preferred share, email from J. Kwok re entered Court Order, email with R. Ouimet coordinating update of same to Monitor's website, review website updates, sort investor list, emails/no emails, email from Elaine re Trustee Summary, save to file, email from J. Kwok re signed affidavit with first 10 pages of exhibit	3.20
1/25/2019	JM Review and sign letter to approx 80 preferred shareholders re: April Court hearing re: classification of preferred shareholder. Calls from several ACIC preferred shareholders regarding Notice materials received today and whether they need to do anything.	1.50

Hours

1/25/2019 MT	Internal discussions re file, organizing emailout/mailout of Application materials to preferred shareholders, organize & prepare Monitor's service letter for S/H with no emails, email from J. Kwok re filed Notice of Application and Affidavit # 10 of D. Bergman, call with J. Kwok discussion re same, organize & prepare printing and collating of service materials for mailout, finalized monitor's service letters, email from J. Kwok re service of Notice of Application & Affidavit # 10, review same, organize documents for upload/share from drop box, emails/calls with R. Ouimet coordinating upload of documents to Monitor's website, do emailout to preferred shareholders with email addresses and mailout to preferred shareholder with no email address, scan/edit the Olympia trust sample template for share valuation form, prepare letters to trustee firms re ACIC valuation, internal discussions with J. McEown re same, save copy to file and mailout to trustee firms, calls/emails from investors re inquiry on redemption, inquiry from investor re copy of certain exhibits of Affidavit # 10 of D. Bergman, discussions with investors and to Monitor's website for full copy of affidavit, emails with Elaine re investors' inquiries, post disbursements	7.80
1/28/2019 JM	Calls/emails from/to S/h's, disc with J. West re; S/H enquiries, re: preferred shareholder redemption issues, prepare info for S/H to post on Website, email from Elaine re: T-5'S, for shareholders.	1.70
MT	Email from investors re affidavit # 10 of D. Bergman, reply to investors with copy of link to Affidavit, emails from investor re redemption info inquiry, review and relay same to E. Carelse, prepare affidavit of mailing with exhibits & execute same, call from investor, requests to have hardcopy documents sent to her by mail, mailout copy of investor as requested, voicemail from investor & return call, call from investor request copy of link via email, email to investor with link for affidavit & Monitor's website, email from investor requesting specific sections/exhibits, review Affidavit # 10 of D. Bergman, extract exhibits AA & BB as requested, save to file, email to investor as requested, call from Hank discussion e redemption list, email to Hank Andresen copy of Exhibit AA as redemption list requested, further call with Hank Andresen, internal discussion re file	2.50
1/29/2019 JM	Discussion with John Whyte, possible counsel for S/H to discuss Judges comments at recent hearing, organize email to preferred shareholders, calls from preferred shareholders.	0.80
MT	Calls from emails from/to preferred S/H, inquiry if their names on the redemption list, discussion re exhibit AA redemption list, investor request for Exh AA to be emailed, call from investor re application materials received, discussion re same, emails from/to investors inquiry re their redemption requests and details for same, if they are on the list, discussion & referred to exhibit AA of D. Bergman's Affidavit #10, send copy of	0.80

		<u>Hours</u>
	same to investors	
1/30/2019	TS stamp and mail envelopes for mailout	0.25
JM	Respond to several calls/emails from preferred shareholders. Internal disc responding to shareholders. Prepare and post info on website, send letter to shareholders, call from John Whyte. Email and call with Kyle, agent re: Altezza listing, call to J. West, respond to Kyle by email.	1.80
MT	Internal discussion re letter to preferred S/H re application materials sent, discussion re drafted letter and finalize, organize & prepare mailout, do emailout and mailout to preferred shareholders, post disbursements, email from investor request info re redemption list, call with Elaine re exhibit AA, reply to investor re her inquiry & send copy of Exh AA for her reference, internal discussion re email from investor, forward investor email to Elaine, prepare draft website commentary, internal discussion re same, coordinate updating of commentary to Monitor's website, review website updates	4.50
1/31/2019	JM Calls from investors re: info recently received, update on administration, call to J. West re: funds on hand, billings, Meridian matter, send info to owners. Follow up with Kyle re: MLS listing of Altezza, call to R. Anderson re; billing.	1.40
MT	Voicemail from/call with Investor's re inquiry if they are on the list as shareholders, review list, discussion re Exh D and investor request for copy via email, discussion re Monitor's 11th report on estimate realization, discussion re updating PoA & executor with ACIC, direct to website, extract exhibit D & email to Leah as requested, voicemails from investors & return call, call from investor question re proceedings and monitor's role, discussion re monitor's 11th report, referred to website, & report, email copy of monitor's report to P. Blom per request	1.00
2/1/2019	JM Calls from two investors re: materials sent, update on administration, email to/from Gerry, email to/from G. Gehlen.	0.80

		<u>Hours</u>
2/4/2019	GS Internal disc re: legal fees and consultant fees to be paid. Review files and prepare cheque requisitions. Internal disc for approval.	0.50
	JM Disc with J. West re: mtg response from Greg, call from investor re: redemption issue, review and approve payment of professional fees.	0.90
2/5/2019	MT Generate January 2019 schedule of disbursements, review and email copy of same to Elaine Carelse of ACIC. email from Elaine inquiry re legal bill & payment of management fees	0.50
	JM Disc with R. Anderson re: billing, review email from Hank, email from realtor re: Altezza, email to J. West re: various matter.	0.80
2/6/2019	MT Prepare affidavit of mailing of letter dated January 30, 2019 and sign same, internal discussion re file, email with E. Carelse re reversal of legal bill, processing of payment of management fees, print copy of Monitor's 11 report & mail to preferred shareholder as requested, post disbursement, review emails re ACIC on various matters, email/call with preferred shareholder re application materials, discussion re same, email/call with preferred shareholder re inquiry on application, request for copy of certain exhibits, email from investor re confirmation of investment and redemption, reply with copy of Exhibit D listing preferred shareholders with value of their share and Exhibit AA redemption list, email from/to investor re change in contact info, email to Elaine update re same, email from preferred S/H re attachment, resend copy of attachment letter dated January 30, 2019, review fax correspondence from Sarah Nam of Public Guardian & Trustee BC (PGT), call to Sarah, discussion re statements enclosed with our correspondence regarding investors', to please check their records for the respective estates, email to S. Nam re same, further email from/to S. Nam of PGT re valuation of preferred shares, email from preferred shareholder re correspondence from another group of preferred shareholders, review and email to J. McEown, internal discussion re file, exhibit listing preferred S/H on Affidavit # 10 of D. Bergman	3.70
	JM Call from Hank, follow-up re: Altezza listing, meeting with Gerry, respond to investor, enquiries. Meeting with J. West re: registering Mtg's Censorio Listing, offer on office space (beta), AFDI loan, S/H letter.	2.10
	JP Prepare wire transfer form for ACIC Financial Email to/from bank re: wire transfer Post and print cheque payments re: various payables	1.50

		<u>Hours</u>	
2/7/2019	MT	Email from/to preferred shareholder discussion re redemption and list, request investor to provide details of redemption, review email from preferred shareholder re draft correspondence received from other shareholders, internal discussion re same	0.60
	JM	Conference call D. Hyndman, J. West, L. Oster re: Censorio Mtg's, Beta offer, call to Sean, Cushman Wakefield re: Beta valuation change. Follow up discussions with D. Hyndman re: accepting, Beta offer, email to call J. West, disc re: Beta offer closing, AFDI loan.	1.10
	JP	Bank Reconciliation January 2019.	0.20
2/8/2019	JM	Email/disc with investors. Review banking transactions.	0.50
2/11/2019	GS	Mail out cheques.	0.20
	MT	Email with investor re inquiry on redemption, discussion re redemption list, investor not on the list, email with Elaine re investor's inquiry on redemption, email from Investor re update in contact information, power of attorney, forward same to Elaine Carelse, reply to investor confirming receipt of email and connecting them to E. Carelse for updating of records & PoA, emails from/to investor re inquiry regarding emailed information	1.00
	JM	Review letter from Jerry Flaman, preferred S/H, wants to set up separate S/H group, Court approval to cumulate info than Monitor, email from James Swatz, investor re: advise on joining S/H groups, review sale documents, Beta offer, follow up filing T-5.	1.20
2/12/2019	MT	Email from investor re redemption, discussion re information available on redemption list Exhibit AA, email from Elaine confirming contact with investor for PoA update, call from preferred S/H, inquiry if they are on the list of preferred S/H, redemption list, inquiry re proceedings, estimated realization, discussed Monitor's 11th report with investor, email from investor, update in email contact info, request copy of exhibits list of preferred S/H, redemption list, email with Elaine re update of investor contact email info	0.70

Hours

2/12/2019	JM	Email to Realtors, Altezza, Pender Island re: update, email to D. Bergman.	0.70
2/13/2019	MT	Review email from Olympia Trust confirming share valuation, print and save to file	0.30
	JM	Email to Elaine re: T-5, call from/to D. Ashley, investor, review marketing report on Agnes listings, disc with Jeremy and Roger re: Agnes Listing prices. Disc with J. Berry, investor re: S/H action, update on Admin.	1.10
2/14/2019	JM	Disc with Doug Hyndman, re: letter from AJ. Flaman, call to AJ. Flaman.	0.60
2/15/2019	MT	Generate GL for Feb 2019 to date, review, email copy of same to E. Carelse as requested, internal discussion re file, previous correspondences sent to preferred s/h from Hank & Gerry, review file re same, discussion internally, review correspondence from another preferred shareholder AJ Flaman, organize letter from 2nd preferred S/H group, organize attachments for same, prepare cover letter for mailout to preferred S/H as requested by AJ Flaman, email with Elaine request updated investor contact list, prepare cover letter re preferred S/H correspondence to preferred S/H dated Feb 10, 2019, organize materials for emailout/mailout, prepare email distribution list and mailing labels, emailout to preferred S/H with email addresses, organize and prepare mailout packages for those to be sent via ordinary mail	5.00
	JM	Disc with J. West re: Blue Shore mortgage concern with ACIC change. Review further email from AJ Flaman, disc with J. West re: letter and attachments, call from email from BCSC re: request for mortgage info, respond to same, prepare and send letter to preferred S/H.	2.80
2/19/2019	MT	Email from investor re update in email address, forward same to Elaine for updating, email from investor requesting documents to be mailed to her instead of email, prepare copy for & mailout package as requested, confirm with investor re new address, emails from investors re wanting to join proactive group, calls to these investors to determine which group they are joining, call with preferred S/H, discussion re file, preferred s/h application, redemption list if she is on there, she wants her email, forwarded to AJ Flaman, reply to investor with copy of Exhibit AA redemption list, voicemail from Hank Andresen, return call, discussion re resending copy of S/H letters by email, review emails and forward copy to Hank as requested	1.50

		<u>Hours</u>
2/19/2019	JM Follow-up listings for Pender Island and Garden Bay properties.	0.30
2/20/2019	MT Emails from investor re update in address, forward same to Elaine Carelse for updating, reply to investor confirming update request	0.30
	JM Review of offer on 1703-188 Agnes NW, discuss with Ryan, communicate with Jeremy, Don re: counter offer, arrange to sign and send counter offer. Review marketing report from Kyle re: Altezza property, disc marketing strategy, splitting listing between 2 strata lots, lower price and opening up to more lawyers.	1.80
2/21/2019	JM Receive counter offer, circulate to J. West and D. Bergman for comment, arrange signing of counter offer, call from K. Buchmann, call to J. West. Calls from creditor re: interest, T-5, review of requirement to issue on accrued but unpaid.	1.20
	MT Email inquiry from investor re T5, internal discussion re same	0.20
2/22/2019	MT Prepare affidavit of mailing for the Feb 15, 2019 mailout	0.50
2/25/2019	JM Email from BCSC, follow up with L. Oster, review accepted offer and circulate to Jeremy/Don.	0.80
2/26/2019	MT Email from/to J. Kwok re updates to service lists, review lists and prepare pdf files for update, emails with website administrator coordinating updates to website, review website updates	0.50
	JM Call from AJ Flaman re: his letter to Preferred S/H, upcoming hearing, calls from preferred shareholders re: tax on RRIF, calls from preferred shareholders re: T-5's issued, follow-up emails with Watson Goepel re: sale of Beta office strata, BCSC info requested.	1.40

		<u>Hours</u>
2/27/2019	MT Internal discussion re file, correspondence to preferred S/H, mailout response letter, post disbursement	0.30
	JM Receive letter from Preferred S/H, re: beneficiary change, respond by letter, email and call from H. Andresen, call from investor re: update. Disc with J. West, email to D. Bergman re: Beta office strata extension, disc with J. West re: DIP loan dispute, BCSC issue, security.	1.60
2/28/2019	MT Review correspondence from preferred shareholder re their accounts with ACIC, save to file	0.20
	JM Review offer on Agnes St., review and circulate, contact lawyer, sign counter offer and return, disc with Liam re: Beta sale adjustment.	0.80
3/1/2019	JM Discussion with Ryan, sign counter offer on Agnes, review email re: Beta closing, email from G. Gehlen re: listing of other Beta Strata, email to J. West	1.00
3/4/2019	MT Call from preferred S/H Fred Bell, discussion re affidavit # 10 of D. Bergman, request copy of exhibit AA via email, email copy of exhibit AA to preferred S/H as requested	0.30
	JM Discussion with Ryan re Agnes offer, accepted Counter, subject removal, follow-up discussion with J. West re same, discussion with J. West re: mortgages, correspondence from S/H re retaining counsel, Beta listing and Beta closing	1.20
3/5/2019	MT Generate Feb 2019 GL, export to pdf and email to E. Carelse, email from investor re inquiry on tax for uncertain or no realization, internal discussion	0.50
	JM Discussion with Ryan re: offers, subject removal, sign document, contact City of NW re electric inspection before reconnection, disc requirement with Ryan, call from two investors re: upcoming hearing, T-5 received, contact Liam/Jeremy re Beta extension, listing price on remaining Beta Stratas	1.60

		<u>Hours</u>
3/6/2019	JM Disc with Craig, Kyle, Cushman agents re: listing, extend closing, follow-up re Agnes properties, call from investor	1.30
3/8/2019	MT Email from E. Carelse re correspondence to trustee companies on reduced share value, call with Elaine discussion re same, email to Elaine copies of letters as requested	0.30
	JM Correspondence with S/H, email from counsel for S/H	0.30
3/12/2019	JM Disc with J. West re: several follow-up matters.	0.50
3/13/2019	JM Disc with Investors re: Status update, call from prospective purchaser of Buchmann property, call from Rod Anderson re: legal fees, emails to/from Agent re: Agnes offers, subject removals, emails to/from agent.	1.00
	JP Bank Reconciliation February 2019.	0.20
3/14/2019	MT Internal disc re Agnes & Elliot 3 condos, electrical matter, call NW re monies owed & pay	0.10
	JM Review of material send by J. Whyte, representative counsel for preferred shareholder group, conference call, D. Hyndman, J. West to disc application of J. Whyte for change, disc re: Fasken's refusal to release security, disc with Elaine re: revolution of shares, redemption issue, cash position, follow-up call to Kyle re: possible offer on Altezza, call from investor for update, disc with Ryan re: update on Agnes property.	1.90
3/15/2019	MT Internal discussion re file, review emails re Agnes & Elliott properties, save activity reports to file, call to City of New Westminster, discussion with Patrice agent re properties, outstanding utilities for the three (3) Agnes & Elliott properties, provided property addresses, email and contact info to Patrice, Patrice will look into them and email us, note to file re same	0.70

		<u>Hours</u>
3/15/2019	JM Disc Agent, Craig re: Altezza, Beta listing ,review hank's affidavit, call to Hank. Review banking transactions.	0.80
3/18/2019	MT Internal discussion re file, inquiry from R. Eagleton re electricity at Agnes properties, follow-up call to City of NW, discussion with Patrice, she is waiting for confirming that it is okay to turn power back on, internal update re same, review fax from preferred S/H re redemption of shares, email to S/H advising no redemption due to CCAA, call with Elaine re same, email copy to Elaine	0.50
3/19/2019	GS Internal disc re: payment to City of New Westminster. Attend at CWB to pay utilities to City of New Westminster,.	0.50
	MT Email from Patrice City of New Westminster, review utilities invoices, call to Patrice, discussion re payment, timing of turning power back on, prepare requisition for payment, internal discussion re same, instructions for payment at CWB, voicemail from R. Eagleton, scan/save payment receipts, email to/from Patrice proof of payment, restoration of power at the three (3) Agnes condos, email to R. Eagleton confirming payment of outstanding balance and restoring of power today, email with Elaine re updates re investor contact list, internal discussion re file, organizing mailout to preferred S/H, review emails re Notice of Application and materials, save to file, review Notice of Application dated March 15, 2019, draft cover letter to preferred S/Hs re Application hearing set for March 26, 2019, internal discussion re same, update/edits to same, finalize and print, save signed copy to file, prepare email to website administrator re upload/update of the Application and affidavits to Monitor's website, call with R. Ouimet discussion re same, organize materials for emailout/mailout to preferred S/H, do mailout and emailout, email from/to preferred S/H re copy of Monitor's website address	3.60
	TS assist in mailout of documents, seal, stamp, address envelopes	0.75
	JM Review of material files by Whyte, conference call with D. Hyndman, J. West, email form BCSC, disc with L. Oster re: info requested by BCSC, disc with prospective purchaser of Buchmann property.	2.40
3/20/2019	MT Email from preferred S/H re requesting brief summary of March 26, 2019 Application, internal discussion re same, email from preferred S/H re update to email address, forward same to Elaine Carelse for update, prepare affidavit of mailing and sign, call from R. Eagleton, discussion re document he is following up on, internal discussion re same	0.70

Hours

3/20/2019	JM	Email/call to/from Ryan re: strata fees payment on closing, email to Watson Goepel re: same, internal disc re; responses from preferred shareholder, send email to Ryan.	0.80
3/21/2019	MT	Call from preferred S/H, request copy of affidavits, request sending by email	0.10
	JM	Disc with J. West re: Agnes property, subject removal, next step, GST application, hearing next week, review of Quality report. Disc and email re: Whyte Application length. Disc with Jeremy and Doug.	2.00
3/22/2019	MT	Review emails from Elaine re updates to preferred S/H contact info, email from preferred S/H, review L. Oster email re summary of for March 26, 2019 preferred S/H application, discuss internally, email to preferred S/H summary as requested, email to preferred S/H requested affidavits of H. Andresen, J. Wolska, G. Parfeniuk	0.80
	JP	Post and Print cheque re: payable	0.20
3/25/2019	GS	Review emails and internal disc re: preferred shareholders inquiries.	0.20
	JM	Respond to debenture holder enquiry re: T5 slip, conference call with J. West, D. Hyndman re: hearing tomorrow, any other respondent, respond to investor enquiries. Disc with Broker re: Beta offer, counter, court approval etc. email to J. West, D. Hyndman, disc with G. Gehlen re: offer.	1.40
3/26/2019	JM	Attend Court re: application of John Whyte, representing the preferred shareholder, follow up disc with J. West email re: offer.	3.00
	GS	Email from Joseline Wok, re: updated service list and email list. Review file. Email to Rob re: updating Website. Internal disc re: same	0.60

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		<u>Hours</u>
3/27/2019	GS Review internal email re: website update. Internal disc re: same	0.20
	JM Disc with J. West re: order granted, addendum requested, call to realtor re: same, disc with realtor re: notice to other parties re: court date.	0.70
3/28/2019	JM Call to Bary re: Buchmann property, email to J. West re: Saskatchewan property, emails re: J. Whyte conflict. Disc with J. West, respond to G. Gehlen re: Beta offer.	0.90
3/29/2019	JM Disc with D. Hyndman, J. West re: court application on Monday by J. Whyte consider counsel to act to Non-redeeming S/H's, call from Joyoh, investor re: update, review email from J. Whyte.	1.20
4/1/2019	GS Internal disc re: financial records. Review storage list and request to retrieve	0.40
	MT Review email re creditor update, email address update to E. Carelse	0.20
	JM Attend at Court re: Application re: preferred shareholder. Disc with counsel re: next hearing, emails re: mortgages, review of F/S.	2.40
4/2/2019	GS Receive boxes from storage. Internal disc re: same.	0.30
	MT Email from E. Carelse copy of property tax statement, save to file & diarize for payment in July, internal discussion re file, email from investor inquiry re status of March 26, 2019 hearing, email with J. Kwok request copy of entered Order, call from investor, discussion re file, T5, note down contact info for Monitor to return call, internal discussion re same	0.80
	JM Email to Elaine re: F/S, email to D. Milligan re: listing activity, disc with D. Hyndman and J. West re: Finlay hearing, conflict of J. Whyte, insolvency issues. review of F/S to establish date of insolvency issues, further disc with D. Hyndman, email from/to investor re: revised valuation of preferred shares.	2.00

		<u>Hours</u>
4/3/2019	GS Review invoice and prepare cheque requisitions.	0.20
4/4/2019	JM Disc with D. Hyndman, review correspondence from J. Whyte, emails re: mortgage registrations.	0.70
4/5/2019	GS Review invoice and prepare cheque requisition.	0.20
	MT Email from investor re inquiry, email to E. Carelse re same	0.20
	JM Attend at Court re: preferred S/H application, emails from Liam re: upcoming Agnes condo sale closing.	1.70
4/8/2019	JM Attend at Watson, Goepel to sign affidavit, disc re: court hearing.	0.70
4/9/2019	JM Disc with L. Oster re: J. Whyte matter, Agnes sale closings, commencing actions against other borrowers, email from Kyle re: update on Beta sale.	0.40
4/10/2019	MT Call from investor discussion re file, Monitor's 11th report, estimated realization, Court Application April 24th by certain preferred S/H, discussed spouse's passing, updates to contact information address/tel, email to investor re same, emails with E. Carelse re investor updates, emails with J. Kwok follow-up on Lake Whyte entered Order	0.50
4/11/2019	JM Review correspondence re: J. Whyte Application, email and disc with Realtor re: offer.	0.50
	MT Email from J. Kwok re Preferred S/H Application response material, save to file, internal discussion re file	0.30

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		<u>Hours</u>
4/12/2019	JM Call Ryan re: offer on 1801-189 Agnes, disc with counter, forward to Watson Goepel and D. Bergman, arrange to sign court on offer. Disc with D. Hyndman re: upcoming hearing, possible rescheduling email form Kornfeld re: request for info on WLA financial, email to L. Oster.	1.40
4/15/2019	JM Call to Aljit Gill, debenture holder S/H, re: upcoming hearing. Email/call to Ryan re: counter offer, sign & return documents, call from D. Hyndman, re: hearing today, upcoming dates, internal disc re: next Monitor's report.	1.20
	MT Internal discussion re file, information to prepare for next week's hearing, discussion re call from preferred S/H, questions, email from J. Kwok re Lake Whyte Order	0.40
4/16/2019	JM Email from Pref. S/H, AJ, emails to D. Hyndman, review email from L. Oster re: mortgage registrations.	0.70
4/17/2019	JM Meet with D. Hyndman to discuss with communication with S/H by newly appointed representative counsel, email disc with L. Oster re: request by BCSC, email to BCSC, approve payment of electrical bill re: agnes unit, emails from Mark Davies re: S/H correspondence, emails from Liam re: Censorio mortgages.	2.70
	MT Internal discussion re file, last correspondence sent, discussion re March 26, 2019 Order, upcoming April 24th application by ACIC, internal discussion re electrical invoice, review email from First Class Electric re invoice, internal discussion re cash flow, cash balance, call with Brent of First Class, discussion re payment, organize payment of invoice,	1.00
	JP Bank Reconciliation March 2019.	0.20
4/18/2019	JM Disc with Kyle Wilson re: Altezza listing, interest by buyers, suggested price, reduction, preparation of Monitor's report, review of R&D update, disc with Doug re: S/H communication.	3.10

		<u>Hours</u>
4/18/2019	MT Review GL and update cashflow, internal discussion re same, update/edits to same, formatting	1.30
4/22/2019	JM Preparation of Monitor's 12th report.	2.00
4/23/2019	JM Finalizing Monitor's report, cash flow update, disc with Liam re: affidavit to be filed for extension application, review counter offer on 1841- 188 Agnes, disc with D. Hyndman re: report, hearing on Friday.	2.50
	MT Internal discussion and review of cash flow, discussion re adjustments, format, update/edits to same, email from J. Kwok re updates, review and prepare document pdfs, emails with to R. Ouimet coordinating update of service list & email service list, review website updates	2.30
4/24/2019	JM Internal discussion re: cash flow, update, finalizing report, meet with D. Hyndman, further changes to report, sign report, discussion with J. West re stay extension, mortgages, email to/from Elaine re cash flow forecast	4.50
	MT Internal discussion re file, cash flow statement, update/edits to Monitor's 12th report to include actual cash statement, assist Monitor in further updates/edits to report, email from D. Hyndman re copy of signed Monitor's 12th report, save copy to file, organize uploading of signed report to Monitor's website, internal discussion re file, mailing lists for redeeming & non redeeming preferred S/H, email from J. Kwok re Notice of Application, further email from D. Hyndman re stamped 1st page of Monitor's report, save attachments to file, print & collate Monitor's filed report, organize further updating of documents to website, call with R. Ouimet, discussion re updates, review website updates	3.30
4/25/2019	JM Attend at Court re Approval of sale of 1406-188 Agnes St., NW, internal discussion re updating website, review and execute counter offer on 1801-188 Agnes St., update website, discussion with Kyle re Altezza list price, discussion with J. West re appraisal of Altezza properties to support listing price reduction	3.30
	MT Call with E. Carelse, discussion re preferred S/H lists required, full list, redeeming S/H list, non-redeeming S/H list, call with Hank Andresen, discussion re updated list S/Hs that joined his group, discussion re location investor name on list, email from J. Kwok re D. Bergman Affidavit # 11, organize updating of same to Monitor's website, internal	1.50

		<u>Hours</u>
	discussion re website updates, commentary, organize update of commentary on website, review updates, internal discussion re file, organize uploading of Monitor's 12th report with appendix to website	
4/26/2019 JM	Emails to/from counsel and realtor regarding comparable to support reduction in list price, discussion with D. Hyndman, J. West re Court hearing today, emails to/from Hank re update list of preferred S/H, internal discussion re website updates, S/H lists, discussion with J. West re status of litigation against borrowers	2.40
MT	Call from H. Andresen re updated list, request investment amount info for some preferred S/H of his group, review file, email Hank info requested, review Hank's email re investor name confirmation, review attached certificate with full name, review list, reply and provide Exhibit D of D. Bergman's Affidavit # 10	0.80
4/29/2019 JM	Email to J. West re Altezza list price, call from investor for update, call from further investors, creditors for update	0.70
MT	Call from Preferred Shareholder re: status update.	0.10
4/30/2019 JM	Discussion with promissory note holder, discussion with D. Hyndman, draft Monitor's 13th report re preferred S/H hearing in June	3.30
MT	Organize updating of monitor's amended report on website, review website update, internal discussion re file, review email from Lakes Whyte, save documents to file, internal discussion re file, review lists re redemption amount outstanding, total preferred S/H amounts, call with Elaine discussion re same, redemption list, redemption amount requested/outstanding	0.80
		<u>Amount</u>
For professional services rendered		152.10 \$51,094.00

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LICENCED INSOLVENCY TRUSTEE

1140 - 800 W Pender Street
Vancouver, BC V6C 2V6
Tel 604 605 3335
Fax 604 605 3359
www.boalewood.ca

Date: February 4, 2019

Billing To: ALL CANADIAN INVESTMENT CORPORATION ("ACIC")
c/o Boale, Wood & Company Ltd.
1140 - 800 W Pender St
Vancouver, BC V6C 2V6

Re: Professional Services Rendered as Monitor in the CCAA Proceedings

Professional Fees from December 13, 2018 to January 23, 2019	\$	29,392.00
	GST @5%	<u>1,469.60</u>
	\$	<u>30,861.60</u>

GST # 85626 6101 RT 0001

ALL CANADIAN INVESTMENT CORPORATION

February 4, 2019

In Reference To:
Invoice #10077

Professional Services

		<u>Hours</u>
12/13/2018	JP Bank Reconciliation November 2018.	0.40
MT	Internal discussions re file, payment of disbursements, prepare requisitions for payment, internal approval, call with Elaine re wire transfer instruction for payment of management fees, review creditor's email re service list, forward same to J. Kwok for updated, email from J. Kwok updated service/email lists, review, create pdf of lists, email to website administrator coordinating update of same to website	1.20
JM	Disc with Wayne re: investor matter, disc with J. West re: listings for Sperling, Altezza, call to broker, follow up re: Beta deals, organize payment of ACIC bills.	1.30
12/14/2018	MT Email with Elaine re various matters, changes to investor list, to provide us with an updated list in future prior to mailout, coordinating wire transfer, review email from CWB re missing information re wire transfer to AFDI for management fees, call with CWB discussion re info required, email & call to Elaine Carelse re additional information re same, email from Elaine re updated wire transfer information, forward to Bea of CWB for processing, email from Bea form required to be signed for transfer, coordinating wire transfer, confirm wire transfer sent, email to Elaine confirming re same	1.20
JP	Review banking and post wire payment.	0.40

		<u>Hours</u>
12/17/2018	MT Review fax from preferred shareholder re contact information, email to investor cc H.Andresen & G. Parfeniuk, email to Elaine re email address of investor	0.40
	JP Post and process cheque payments received.	0.80
12/18/2018	MT Review emails from Elaine, re bank statement/ banking update, email from J. Kwong re Watson Goepel invoice, review & prepare requisition for payment, instructions for courier of cheques (legal fees), generate GL and email copy to Elaine, email with Elaine re frequency of emailing her copy of GL	0.70
12/20/2018	MT Email & call from Investor, inquiry re proceedings, discussion re status, access to website for reports etc, next hearing date	0.30
	JM Return investor calls, follow-up re: sale of Beta Properties.	0.50
12/21/2018	JM Meeting with Jeremy, Liam to discuss info on loans, real property, listing of Censorio properties.	2.00
12/27/2018	JM Meeting with Investors to discuss status of administration, discuss re: pursuing Don Bergman.	1.00
	JP Prepare cheque requisition, process & print cheque re: payable	0.30
12/31/2018	JP Post and process cheque payments	0.20
1/2/2019	JM Reviewing banking documents, internal disc re: cash flow projection, Monitor's next report to Court, disc with Jeremy West re: property listings, status Beta offers, communication with S/H, emails/calls to investors. Review and respond to email re: listing expenses re: Agnes and Elliott condo's, arrange for listing proposal from Ryan, review of valuation info received from Ryan	2.30

		<u>Hours</u>
1/2/2019	MT Internal discussion with accountant re GL updates, posting of wire transactions, bank reconciliation for end of year, generate GL as of Dec 31, 2018, review & email copy to Elaine	0.60
	JP Post and process cheque payments	0.40
1/3/2019	JM Disc with Liam, re: listings of Censorio properties, schedule for Monitor's report, Buchmann loan matter, Beta property offers, call to D. Hyndman re: Monitor's report to Court date, other matters.	0.90
	MT Review email from Elaine re inquiry on payment of legal bill, review GL, invoices attached to disbursement for same, call with Elaine, discussion re GL, legal bills paid, breakdown of amount, to resend split GLs to Elaine for better clarity, discussion re updates to investor info, generate GLs & email to Elaine as discussed, internal discussion re file, prepare draft projection template, review filed reports & affidavits for information, review previous projection, internal discussion re same	2.30
1/4/2019	GS Call from email to/from Michelle Watts, Harper Grey LLP re: legal bills.	0.40
	JM Disc with D. Hyndman, J. West, re: upcoming hearing, G. Gehlen matters, review documents received from J. West, call from S/H. Review and approve disbursements.	2.10
	MT Internal discussion re payment of legal fees held back, review cheque payment issued, mailout same with remittance advice, post disbursement, review file, billing miscellaneous disbursements, prepare requisition for payment, post accruals	0.80
1/7/2019	GS Internal disc re: professional bills. Email to/from Michelle, Harper Grey LLP re: same. Review invoice and prepare cheque requisition,	0.20
	TS Assist in mailing out of documents by attaching mailing labels to envelopes & organizing letters for mailout. Stamp and mail all envelopes.	1.00

		<u>Hours</u>
1/7/2019	JM Internal disc re: Monitor's next report to Court, organize info to sent to prepare S/H, call from preferred S/H re: redemption issue, disc with D. Hyndman re: Buchamann, notice to service list, review of game plan info, prepared by Liam, preparation of Cash Flow forecast with realizations on loans/assets, included.	2.10
	MT Review emails from investors re updates to email/addresses, forward same to Elaine, reply to investor re unreadable letter attachment & resend, review emails/mail from investors in reply to letter from preferred investors, reply to same copying Hank/Gerry for those joining the pro-active group, further emails to Elaine re investors' email/address updates, returned mail, discussion re providing updated list for mailout of correspondence, internal discussion re file, review loan portfolio update, updates spreadsheet re same, email from Elaine updated investor list, organize list for Monitor's e-mailout, organize e-mailout to investors/creditors re Monitor's legal counsel's correspondence dated Jan 4, 2019 and Notice of Application	2.50
1/8/2019	GS Organize mail out.	0.50
	JM Respond to several investor enquiries re: redemption issue, claims process, send email to Hank, re: Patrick Smith 250-247-9375, preferred S/H, review of correspondence being send to preferred S/H, review of correspondence, review of Game Plan details, schedule of loans, prepare cash flow projection, forward to Liam, emails to/from Jeremy,/Doug re: upcoming hearing.	4.50
	MT Review emails from investor, reply to investor emails, forward to J. McEown & internal discussions, email from shareholder re confirming contact information, call from creditor/shareholder, inquiry re status of hearing, review Hank/Gerry's letter dated Jan 4, 2019 to be send to preferred S/H, draft cover email and internal discussion re same, email to Hank/Gerry re Monitor's cover email for comment prior to finalizing, review Hank/Gerry's pro-active investor list vs master investors list for mailout as requested by certain preferred S/H, prepare for and organize mailout to investors/creditors with no emails, copies of materials for mailout, organize e-mailout/mailout to investors/creditors re Monitor's legal counsel's correspondence dated Jan 4, 2019 and Notice of Application, email from Gerry and calls from Hank Andresen re their letter to preferred shareholders, correction, review corrected letter for preferred S/H from Hank/Gerry, copies for S/H with no emails, prepare cover letters for Monitor's mailout and preferred shareholder's requested mailout, do e-mailout, organize & collate mailout packages, mailout to those with no emails, post disbursements, call from Hank Andresen discussion re requested mailout to preferred shareholders, review further emails from investors re info update and email same to Elaine for updates	7.20

		<u>Hours</u>	
1/9/2019	JM	Attend at meeting at Watson Goepel re: Game Plan, follow up disc with D. Hyndman, call to G. Gehlen re: Beta offers, o/s mortgage negotiations, Sperling Valuation, call/email from investor.	2.50
	MT	Call from investor inquiry re CCAA proceeding, discussion, request to receive copy of the Monitor and preferred S/H's correspondence by mail, contact info for Hank/Gerry, mailout correspondence packages as requested, emails from preferred shareholders, calls from investors, reply to emails and copy to Hank/Gerry those who have expressed interest to join their group, mailout correspondence packages to investor as requested, call with investor discussion re his email and confirm to provide his info to Hank/Gerry, prepare affidavit of mailing with exhibits & execute, organize files, email to Elaine re investor's inquiry on estate of spouse, email to Elaine re investors address update, generate GL report as of Jan 9, 2019 and email to E. Carelse, email from investor re request to resend copy of preferred S/H letter dated Dec 7th 2018, reply with copy as requested	2.80
1/10/2019	JM	Review of Sperling Valuation, disc with realtor, review offer on Sperling, calls from several investors, email to D. Bergman re: loan info required for report, disc with Elaine re: Y/E, redemption documents on file, transfer of documents electronically, emails to/from J. West, L. Oster, Internal disc re: info for report, call from Hank re: investor info required, conference call Jeremy/Doug re: hearing, other matters.	3.40
	MT	Emails from/to and calls from preferred S/Hs re providing their info to Hank/Gerry, call from investor, discussion re CCAA, Monitor's role & CCAA proceeding independent of the proactive preferred creditors' group's, call from investor, discussion re letter from preferred s/h, email from Elaine re invoice for database, prepare requisition for payment, internal discussion re same, forward invoice to J. West & D. Hyndman	1.50
1/11/2019	JM	Call from investor requesting hearing monitor's report, follow up emails. disc with J. West and D. Hyndman re; hearing today.	1.70
	TS	Assist in mail out by stamping prepared envelopes with postage.	0.25
1/14/2019	MT	Internal discussion re file, Hank Andresen's request for information re payments to AFDI	0.20

		<u>Hours</u>
1/15/2019	JP Bank Reconciliation December 2018.	0.20
1/16/2019	GS Internal disc re: company records. Itemized and organized records to be sent to storage.	2.80
	MT Review email from Elaine re payment of AFDI fees, invoice, email to J. McEown discussion re approval of payment, prepare requisition for payment & coordinate wire transfer for same, internal discussion re wire transfer, call from CWB discussion re purpose of wire payment, email to Elaine update re wire transfer, call from J. West re ACIC redemption requests binder & pick-up, email from shareholder re inquiry on redemption, forward same to Elaine Carelse, email from Elaine re investor form to add to redemption binder, print form & file in redemption binder as requested, emails from preferred shareholder request copy of 1st letter from Hank & Gerry, reply to S/H with copy and forward email to Hank & Gerry as requested, review emails from investors re contact info updates, forward address update information to Elaine, review emails from preferred shareholders expressing interest in joining Hank/Gerry proactive group, reply and copy Hank & Gerry, meet with J. West and turn over redemption request binder, discussion with J. West re Court Order, notifying preferred shareholders, organize & coordinate update of Court Order Monitor's website, email to Elaine re providing us with updated investors list	2.80
	JP Email to/from bank re: wire transfer request to ACIC Financial Development Post Wire Transfer Payment	0.50
1/17/2019	GS Organize boxes to be sent to storage. Update inventory list.	0.30
	MT Internal discussion re file, Court Order & updates to Monitor's website, invoice for payment, internal approval of disbursement, call with J. Kwok of Watson Goepel, discussion re application materials, anticipated timing of filing, review email from Hank/Gerry re request for information on fees paid to AFDI, review file for management fees paid, email to Hank/Gerry with copy of cash flow report as filed, update re payments made in from November 2018 to January 2019, call with Hank Andresen, discussion re info he is requesting to complete on the preferred S/H spreadsheet previously emailed to us, review file for info request & update Hanks spreadsheet, email to Hank/Gerry re updated PS spreadsheet	2.30

ALL CANADIAN INVESTMENT CORPORATION

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		<u>Hours</u>
1/18/2019	JM Review various documents, disc with Jeremy, Liam, review application for extensions, disc with D. Hyndman re: Monitor's report, prepare of Monitor's report.	3.50
	JP Post and process cheque payments	0.20
1/20/2019	JM Drafting Monitor's Report.	6.00
1/21/2019	MT Review Stonewater transaction, GL for receipts & disbursements, update cash flow statement, internal discussion re same, update/edits to cash flow statement, format/review drafted Monitor's report, update/edit amounts from cash flow statement to draft report, update appendices, email draft report internally, voicemail from investor, review emails from investor, forward investor contact info updates to Elaine, emails/call with J. Kwok of Watson Goepel, discussion re request copy of BDO Order re costs and DIP financing payout breakdown details, review email from Hilary Renaud of Watson Goepel re Notice of Application, save to file & organize updating of filed Application to Monitor's website prepare draft commentary update, email from J. Kwok re Order BDO cost application, save to file, internal discussion re same, organize updating of same to Monitor's website, prepare appendices for report, update creditor list, organize updating of same to website, review website updates	4.30
	JM Finalizing Monitor's Report, follow-up with Realtor, J. West review info required for report, meet with D. Hyndman to review report.	5.90
	GS Mail out cheque payments.	0.20
1/22/2019	MT Internal discussion re file, review/update/edits to Monitor's 11th report, formatting same, further discussion re file, materials to be emailed/mailed to preferred shareholders, organize/prepare materials for mailout, do e-mailout & mailout Monitor's correspondence to preferred shareholders with enclosures, post disbursements, email from investor requesting hardcopy to be mailed out, call from investor inquiry re CCAA proceedings, advised to send executor's information etc for update, email to investor re same, internal discussion re docs from Elaine, to discuss with Elaine re valuation forms, organize update of Monitor's unfiled 11th report to website, email from D. Hyndman re copy of filed Monitor's Report, save to file, email/call to R. Ouimet coordinating updating of same to website, review website updates, internal discussion re commentary	6.20

		<u>Hours</u>
1/22/2019 JM	Finalizing Monitor's report, arrange to file with Court, calls/emails from investors re: update, questions on report, call from investor re: preparing valuation report for Trust Co's.	3.20
1/23/2019 MT	Prepare affidavit of mailing with exhibits & sign, internal discussion re file, website commentary, prepare draft & discuss internally, prepare/organize Monitor's materials for Court, email & call to R. Ouimet coordinating updates to website, review updates, call from investor, inquiry re CCAA proceeding, discussion, internal discussion re Court hearing, extension of Stay, review file, locate Don Bergman's affidavit # 6 & email internally, call with J. Kwok & provide Elaine's contact number, email/voicemail to Elaine re discussion sample valuation letter, form, email from creditor re updated in address, forward same to Elaine, update creditor list, & organize upload of updated creditor list to website, internal discussion re file, review website updates	2.00
GS	Disc with MT re: Monitor's report.	0.20
JM	Attend at Court re: application to extend, stay, follow-up disc re: plan, notice and material to be sent out for next court hearing, send info to G. Parfeniuk preferred shareholder, emails from/to preferred shareholders, review of League plan that requires no voting, email to Doug, Jeremy.	3.50

	<u>Amount</u>
For professional services rendered	94.95 \$29,392.00

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LICENCED INSOLVENCY TRUSTEE

1140 - 800 W Pender Street
Vancouver, BC V6C 2V6
Tel 604 605 3335
Fax 604 605 3359
www.boalewood.ca

Date: December 13, 2018

Billing To: ALL CANADIAN INVESTMENT CORPORATION ("ACIC")
c/o Boale, Wood & Company Ltd.
1140 - 800 W Pender St
Vancouver, BC V6C 2V6

Re: Professional Services Rendered as Monitor in the CCAA Proceedings

Professional Fees from October 1 to December 12, 2018	\$	89,545.49
	GST @5%	<u>4,477.27</u>
	\$	<u><u>94,022.76</u></u>

GST # 85626 6101 RT 0001

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ALL CANADIAN INVESTMENT CORPORATION

December 13, 2018

In Reference To:
Invoice #10077

Professional Services

		<u>Hours</u>
10/2/2018	MT Emails with Elaine Carelse re follow-up on bank statement update, email from Elaine re copy of bank statement, save & print same	0.50
10/3/2018	JM Email to J. West re: update to service list, call from investor.	0.80
10/4/2018	MT Review email from Elaine re bank statement, update cash flow statement, email to Elaine re details of Lot 5 sale information, review documents re sale of Lot 5, review information received	0.90
10/9/2018	MT Call with/email from J. Kwok re Lot 5 Sale transaction details for cash flow statement update, review document, update cash flow, internal discussion re same, email from J. Kwok re service list & email service list updates, save to file	1.00
	JM Review of update cashflow report.	0.30
10/10/2018	MT Review email re Service List/email service list, prepare pdf of documents for upload to website, emails with website administrator coordinating website updates of same, review updates	0.60

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Hours

10/11/2018	MT	Internal discussion re file, review re billing and miscellaneous disbursements	0.60
10/12/2018	JM	Review file and email to Jeremy.	0.60
10/16/2018	JM	Review file, disc with investor, meet with D. Hyndman, Counsel to consider status of CCAA, draft claims process order, call to J. West, Counsel for ACIC, disc re: request for details on D. Bergman's monthly report, internal disc re: update on banking.	2.70
	JP	Post receipt of funds	0.20
	MT	Email to Elaine follow-up on bank statement update, email from Elaine re bank statement update, review & update cash flow statement, internal discussion re file	0.70
10/17/2018	JP	Review and process cheque payment	0.20
10/18/2018	JM	Emails and discussions with J. West, D. Hyndman and A. Wade re: ACIC v. BDO litigation hearing, consider judge position re: input of Monitor.	3.10
	CC	Review and post deposit; print deposit slip.	0.20
10/19/2018	JM	Review of Court document, ACIC v. Dunwoody, Order Made, Disc with D. Hyndman re: next steps re: Order of Judge.	1.60
	JP	Review and process cheque payment	0.20
	MT	Email from J. Kwok re Notice of Application for short extension of stay period, review, coordinate updating of Notice to website, further email from J. Kwok re Court Order, review, coordinate updating of Order on website Prepare draft for update of website commentary, internal discussion re file, discussion re BDO litigation, litigation materials, email website administrator re website commentary update, review same	2.00

Hours

10/22/2018 JM	Review correspondence, call to/from lawyer for AFDI investor, draft 7th report, further discussions with D. Hydman re: report, serving investors. Disc with investor, follow up disc with D. Hyndman re: investor request, review report.	3.80
MT	Internal discussion re file, download/save BDO litigation application materials, review email re additional docs for BDO matter from D. Hyndman, save additional documents, email/voicemail to Elaine re investors list update	0.80
JP	Bank Reconciliation September 2018.	0.20
10/23/2018 GS	Internal disc re: letters for investors. Finalize mail merge and print letters to investors. Mail out letters to investors.	1.40
JM	Conference call with J. West and D. Hydman re: BDO litigation, discussions with D. Hydman re: serving investors, finalize report and meet with D. Hyndman to finalize report, letter to investors.	3.50
MT	Call/voicemail to Elaine re updated investors list, internal discussion re file, organizing mailout to investors by email and ordinary mail, review email from Elaine re update investor information, discussion re file, coordinate extraction of investor emails addresses from spreadsheet, Prepare mailing list for investors with no email contact information provided, internal discussion re draft email for investors, Monitor's URL, email draft letter to investors to D. Hyndman, prepare draft letter to investors, prepare itemized list of BDO litigation documents to be posted on website, internal discussion re same, organize documents to be uploaded to Monitor's website, prepare email to website administrator coordinating update of various documents to website, further discussion re letter to creditors, call with J. McEown, discussion re updates to letter, prepare emailout to investors, organize & coordinate mailout to investors with no email addresses, review bounced email notifications & send copy to investors by mail, post disbursement, emails with website administrator re updates to website, review website for updates	5.50
10/24/2018 JM	Disc with D. Hyndman re: Court hearing re: BDO application, organizing meeting with J. West, calls and emails from secured investors asking about need to attend Oct 29 hearing, status of payments to investors, update of website.	3.80

Hours

10/24/2018	MT	Internal discussion re file, updates to website, review emails from investors, forward investor inquiry emails to Monitor, review bounced email notice and resend via mail, email to Elaine re investor updates re email addresses, emails from Elaine re bank statement update, review & update cashflow, email with Elaine re deceased investors contact info, calls to Public Guardian Trustee, First Memorial Funeral Services to locate deceased investor's estate/next of kin contact information, Email from D. Hyndman filed copy of Monitor's 7th report, coordinate updating of same to website, internal discussion re update on website commentary, prepare draft commentary update, prepare and organize website update of documents and commentary, coordinate with website administrator re posting of same, emails re website updates, review website for updates	3.50
10/25/2018	JM	Calls to/from several investors re: Oct 29 hearing, update on CCAA proceedings, calls to/from Doug Hyndman, follow up re: meeting with J. West, consideration of options for stakeholders if extension not granted.	2.60
10/26/2018	JM	Call from ACIC investors, meeting ACIC investor with J. West, D. Hyndman re: court hearing on Monday	3.60
	MT	Internal discussion re file, investor info, email to Elaine re update on investor email address, emails with Elaine re investors' contact info	0.40
10/28/2018	JM	Respond to investor emails.	0.30
10/29/2018	JM	Disc with counsel re: hearing position of Monitor, attend at court all day.	5.50
	MT	Print Monitor's seventh report, update investors's list emails, email from Public Guardian & Trustee inquiry re name of deceased investor	0.70
10/30/2018	MT	Internal discussion re file, discussion re last cash flow projection, information to gather in preparation for next Monitor's report, cash flow projection	0.30

		<u>Hours</u>
10/30/2018	JM Emails to J. West, disc with D. Hyndman, call from investor re: hearing on Monday, upcoming extension hearing.	2.40
10/31/2018	JM Follow up emails, discussions with ACIC re: Stonewater Hotel refinancing, emails re: offers	1.00
11/1/2018	MT Internal discussion re file, copy of updated investors list, to update creditors list on website, cash flow information we are waiting for from ACIC, email to Elaine requesting for bank statement update, credit list with updated amounts owing, Email from Elaine Oct 31, 2018 bank statement, review & update cash flow, email from Elaine re updates to creditor list, save & print	1.00
	JM Disc with Doug, investors emails from J. West, review previous reports, follow up info needed, review of Censorio offers.	3.50
11/2/2018	MT Call from investor discussion re update in mailing address, no email address available, email to Elaine re update of same, internal discussion re file, preparing cash flow statement and variance analysis for report, email to Elaine requesting copy of updated loan schedules, updates to cash flow statement, prepare cash flow variance analysis for Sept & Oct 2018, edits to cash flow statement, internal discussions re same, emails with Elaine re cash flow update, DIP financing balance, review Elaine's email re updated creditors list/amounts owing, update schedule	3.20
	JM Disc with Counsel, drafting Monitor's 8th report, disc with D, Hyndman, J. West, L. Oster, calls from investors, review of documents received.	4.90
11/3/2018	JM Review materials, disc with J. West, drafting report.	3.00
11/4/2018	JM Drafting of Monitor's report, review of previous report, affidavits and other communication with investors.	3.00
11/5/2018	MT Internal discussion re file, discuss organizing mailout to investors advising re court proceeding, emails to Elaine request copies of Investor reports since Nov 2017, forward email re updates to investors email information, request copy of updated investors list, internal discussion re affidavits of mailing of letter to creditors, review file & email, print	5.50

Hours

exhibits for affidavit, prepare affidavits of mailing, execute same, email from Elaine re updated creditor address, update same on creditor list, internal discussion re letter to investors, email from Elaine re updated investors' list, organize mailout & email for same, photocopy letters to investors, prepare email list & mailout list, email from Elaine follow-up on copy of updated loan schedule, print & save to file, organize e-mailout to investors, prepare investor address labels, mailout letters to investors with no email addresses, email from investor re link to website, email from investor inquiry re further information regarding plan/proceeding, forward to Monitor, review bounced/undeliverable emails & resend information by mail, organize file

11/5/2018 JM	Organize letter to investors, follow up with J. West re: info required, disc with Doug Hyndman regarding report, calls to/from investors re: upcoming hearing, drafting report, follow-up re: cash flow forecast.	6.00
11/6/2018 MT	Email to Elaine follow-up on cash flow projection, email from investor re link to Monitor's website & reply providing link to site, internal discussion re file, discussion re ACIC cash flow sent to Watson Goepel, emails from investor unable to access website, email from investor unable to view letter, resent correspondence & website link, format Monitor's eighth report, review file, review filed affidavits re loan portfolio loans statements, internal discussion re file, prepare affidavits of mailing, execute same, review email re company cash flow projection, edit/format for Monitor's report, email from Elaine re updated bank statement, review & update cash flow statement, prepare & organize appendices for report, prepare draft monitor's report on cash flow projection, Email from J. Kwok of Watson Goepel re Court application materials, review, save & organize documents for upload to website, coordinate website update of documents, creditors list, emails with R. Ouimet re website update	5.50
JM	Review of cashflow report, drafting monitors report, disc with J. West review of further documents received and filed with Court, review update on loan portfolio. Calls to investors regarding Friday hearing.	6.50
11/7/2018 MT	Review website updates, internal discussion re file, company's projections, update/edits to projection, internal discussion re Monitor's report on cash flow, update/edits to same & finalize, update & organize appendices	2.70
JM	Follow up with Petitioner re: info required, disc re: report of Monitor, attend at D. Hydman office to review, report, organize appendices to report including cash flow report.	7.00

		<u>Hours</u>
11/8/2018	MT Internal discussion re file, prepare Appendix E for Monitor's eighth report, organize appendix, save copy to file, internal discussion with J. McEown re posting of unfiled Monitor's report, organize uploading of Monitor's unfiled report to website, call to website coordinate re posting update, review website updates, email from D. Hyndman re filed copy of report, organize uploading of Monitor's files report on website, review further website updates	1.20
	JM Finalizing Monitor's Report, attending at D. Hyndman office to sign report, organize posting of Website. Calls to/from emails with investor.	4.00
11/9/2018	MT Internal discussion re file, organize/prepare Monitor's materials for Court, organize file for Monitor's 8th report backup	0.50
	JM Attend at Court, disc with counsel during Court break, follow up disc with Jeremy, Doug following appointment as super monitor, organize lock changing, communicate with D. Bergman, review of draft Order prepared by D. Hyndman.	10.50
11/10/2018	JM Follow up emails and discussion with Locksmith and D. Bergman, disc with Doug regarding Order, future appointment as possible receiver, super-monitor, liquidator as Trustee in Bankruptcy, Call to J. West.	2.50
11/11/2018	JM Organize trip to Salmon Arm, consider options for future appointment in charge of restructuring, wind down.	1.30
11/12/2018	JM Disc with D. Hyndman re: plan to take possession, draft order, travel to Salmon Arm, organized pick-up of keys in Kamloops.	5.50
11/13/2018	GS Internal disc re: status update.	0.20
	JM Attend at AFDI offices, meet with Don Bergman, Elaine and Wayne to disc taking possession of records, daily duties responsibility, estimated number of hours, disc with D. Hyndman re: Court hearing, Order, Follow-up disc with D. Hyndman re: Order, issues relating to the DIP loan, role of Monitor, Following up hearing in 2 weeks, Review correspondence from K. Jackson, cal to Kibben.	9.50

		<u>Hours</u>
11/14/2018	JM	6.00
	Emails and discussion with Jeremy West, re: proposed sale of Beta commercial and residential properties, review of draft order, disc with D. Hyndman, call from K. Jackson, email from G. Gehlen, follow up re: info requested from ACIC including insurance, o/s bills, follow up re: BDO action retainer. Return calls to several investors re: result of Friday's Court hearing.	
	MT	0.40
	Internal discussion re file, Review email from Elaine re bank statement update, update cash flow statement	
11/15/2018	MT	0.20
	Internal discussion re file, email from Elaine re pre-filing and post filing invoices outstanding	
	JM	4.10
	Prepare for and meet with J. West and Liam Oster, email from investor, consider options to collect on P. Censorio loans.	
11/16/2018	MT	1.20
	Email from J. McEown re Kornfeld LLP invoice, print to file, review returned mail, search addresses of returned mail investor, call to retirement home and advised of deceased individual, email to Elaine update re returned mailed letters to investor due to moved, relay info re deceased investor internal discussion re file, Court Order, email from J. Kwok re copy of unfiled Order, organize/coordinate uploading of same to website, call to R. Ouimet website administrator discussion re update of document to website, review website update	
	JM	4.60
	Email to J. West re: strategy for meeting with G. Gehlen, disc with D. Hyndman, meeting with Greg Gehlen, Liam Oster, follow-up with J. West and D. Hyndman, disc re: report to Court, application for extension, disc with Cushman Wakefield, investor. Email to/from Elaine, re: Books and records, follow up with Don re: Stonewater Motel refinance, internal disc re: Website updating, disc with Rod Anderson re: BCSC matter, calls to/from investors.	
11/19/2018	JM	3.20
	Disc with D. Hyndman, J. West, draft Monitor's 9th report, call and email to A. Wade re: BDO matter, calls form investor, review of Trustee Agreement received from investor, send to J. West, D. Hyndman, call to BCSC. review correspondence re: Censorio Properties, cooperation in listing, registering, finalizing Monitor's report.	

Hours

11/19/2018 MT	Internal discussions re file, updating of commentary on website, email to/from Elaine re bank statement update, email from Elaine re updates to creditor's address, update creditors list, draft and internal review of website commentary update, organize website update & coordinate uploading of updates to website, review website updates	1.20
11/20/2018 MT	Internal discussion re file, review email re CCAA proceeding application, organize materials for upload to Monitor's website, email & call to website administrator discussion re urgent upload of documents, internal discussion re mailout to investors, finalize letter to investors, save to file, call to Elaine re updated investors email/address list, organize e-mailout of letters to investors, copy letters & organize mailout of letters to investors with no email addresses, post disbursement, email from D. Hyndman re filed copy of Monitor's 9th report to Court, coordinate updating of same to website, email from investor re change in address, email to Elaine re same, review website updates	3.50
JM	Calls to J. West, A. Wade, G. Gehlen re Court application, Censorio cooperation, security for costs, attend at D. Hyndman's office, sign report, prepare letter to investors, calls to/from investors	2.60
11/21/2018 MT	Prepare affidavit of mailing with exhibits and execute, email to Elaine Carelse re bounced investor emails, internal discussion re Monitor's website and updates to same, prepare website commentary update, and organize Monitor's Reports on Cash Flow Statement documents for upload as separate category, email to website administrator re updates and document to be uploaded, further internal discussion re creditor's request to be added to service lists, note to file for update	1.60
JM	Return emails/calls to investors, review of Sean of Cushman Wakefield, estimates of value for the Beta units, call from Jim Hancock, largest creditor of ACIC, organize meeting with Cushman Wakefield.	3.20
GS	Itemize books and records and prepare schedule.	1.80
11/22/2018 MT	Internal discussion re file, prepare Monitors' material for Court, review file for debenture holder info, email to J. Kwok of Watson Goepel re debenture holder's request to be added to service lists, email from J. Kwok re filed Court Orders, organize upload of Court documents to website, draft website commentary update, email to website	1.60

Hours

administrator re updates/edits to website, email from J. Kwok re service lists update, prepare pdf of documents and organize updating of same to website

11/22/2018 JM Prepare for and attend Court, disc with Investor after hearing, disc J. West re: meeting with realtor, call to D. Hyndman re: BDO matter. 3.20

11/23/2018 MT Internal discussion re file, website updates, next Court hearing date, email with J. Kwok re hearing confirmation date, call from investor inquiry re correspondence received, discussion re CCAA Proceedings, information available on Monitor's report, future updates to be posted on website 0.60

JM Attend at Court re: BDO matter, disc with investors, prepare for and attend meeting with Cushman Wakefield re: valuation of Censorio properties, meeting with J. West re: other property holdings of P. Censorio, strategizing re: dealing with Censorio, disc with Elaine re: banking, books and records. 6.00

11/26/2018 MT Emails from Elaine Carelse re bank statement, investor contact information 0.30

JM Review bank statement summary, disc with J. West re: follow up to Friday's meeting, contact realtor re: offer on Agnes & Elliott condo, further disc with Jeremy re: counter offer. 4.00

11/27/2018 MT Review emails from J. Kwok re updates to service lists, requisition for January 2019 hearing date, review, call to J. Kwok, discussion re error on requisition for date to set hearing date, prepare documents to be uploaded, emails with website administrator coordinating updating of service lists to Monitor's website, review website updates 0.70

JM Review of Counter offer, 1406-188 Agnes St, New Westminster, disc with J. West and L. Oster, disc with J. West re: Buchmann offer, dealing with Censorio Mtg, offers on Beta St., call from investor for update, call from former Censorio Contractor re: Carleton status, call to D. Bertley, Bancorp. 2.80

11/28/2018 MT Email from J. Kwok re Requisition for January 11, 2019 hearing schedule, review requisition, organize for upload & email to website administration coordinating update of same 0.40

Hours

11/28/2018	JM	Review of J. West letter to G. Gehlen, review of Buchmann sale, disc with J. West, Liam emails from realtor re: valuation, disc with Jeremy.	2.30
11/29/2018	MT	Email with website administrator confirming updates, review website updates, call from investor's son re investor's passing away, discussion to provide ACIC with information of executor etc, email to Elaine re update re same with email address and contact telephone number of executor, email from investor re email address update, forward same to Elaine for update, review billing, miscellaneous disbursements, prepare requisition for payment, internal discussion re file, Court application scheduled next week, emails with Elaine re investor updates, request copy of updated investor list	1.30
	JM	Review Agnes offer, listing history, disc with J. West and D. Bergman, sign and return offer, disc with D. Hyndman, J. West re: Beta sales, application to Court, review letter to investors, disc with lawyers, review emails from G. Gehlen.	3.30
11/30/2018	MT	Call from investor re mail received, discussion re file, status, next Court hearing, internal discussion re file, Court Order re BDO, email from Elaine Carelse copy of investor list, save to file, review bank statement from Elaine & print to file, Email from J. Kwok re requisition for Dec 4 hearing, review document, organize and prepare email to website administrator coordinating upload of filed requisition to website	0.90
	JM	Drafting report to Court, discussions with lawyer and realtor. Calls and emails re: Agnes & Elliot property.	4.80
12/3/2018	TS	Seal envelopes and stamp envelopes for mailout	0.30
	MT	Voicemail from investor, internal discussion re file, preparing for investor mailout, email/call with J. Kwok re copy of Court Order re BDO Security for costs, internal discussion re same, prepare draft letter to investors, emails with Elaine Carelse re loan statement/schedule update, save to file, internal discussion re Buchmann loan balance, further internal discussion re file, finalize letter to stakeholders, review emails re Application materials, Monitor's unfiled report, organize materials, prepare email to website administrator coordinate website documents upload, email from D. Hyndman re corrigendum to Monitor's 10th Report, save to file, call to R. Ouimet re posting of updates to website, organize mailout/emailout of letter to stakeholders, photocopies and mailing labels, email from D. Hyndman re filed Monitor's 10th Report, further email	3.50

		<u>Hours</u>
	to R. Ouimet coordinating updating of same, review website updates, mailout & emailout of correspondence to investors, post disbursement	
12/3/2018 JM	Finalizing report and attend at Doug Hyndman's office, disc with investors, counsel for Petitioner, prepare and send letter to stakeholders.	3.80
12/4/2018 TS	Stamp and mail envelopes for mailout	0.30
MT	Prepare affidavit of mailing of letter to investors dated Dec 3, 2018 with exhibits, execute same, emails with Elaine re undeliverable investor email addresses, internal discussions re file, letter to stakeholders, organizing mailout/emailout, finalize letter, email from J. Kwok re updates to service lists for posting on website, organize documents for update, email to website administrator coordinating website updates, e-mailout & mailout of correspondence to stakeholders, post disbursement, call from investor re correspondence received, discussion re hearing	3.70
JM	Disc with K. Jackson before Court, Attend at Court, follow up discussions with lawyers, prepare and arrange to send out letter to stakeholders, call to Gerry Parfeniuk, investor, review various emails from counsel regarding Stonewater payout, DIP loan discrepancy.	4.10
12/5/2018 MT	Prepare affidavit of mailing of letter to investors dated Dec 4, 2018 with exhibits, execute same	0.30
JM	Follow up emails, disc with Petitioner's counsel re: Stonewater financing completions, DIP lender interest dispute, other matters related to Censorio properties, review letter from Realtor.	1.30
12/6/2018 JM	Disc with D. Hyndman, J. West re: Court hearing tomorrow, o/s items from G. Gehlen, further discussions re: DIP lender, call to G. Dabbs, follow-up realtor letter, send to J. West, review email, affidavit of P. Censorio.	1.90
MT	Review emails from J. Kwok re filed Court materials for posting on Monitor's website, review, organize and coordinate updating of same on website, emails re further documents to be updated on website, internal discussion re website commentary,	1.00

Hours

further email to R. Ouimet coordinating additional website updates/document uploads, call to R. Ouimet discussion re same, call from R. Ouimet, confirming updates, review website updates

12/7/2018	TS	Prepare, seal, stamp, mail letters for mailout.	0.50
	GS	Internal disc re: boxes to be picked up at Salmon Arm office. Calls to Phantom and MTS to get a quote.	0.50
	MT	Call from investor, discussion re file, correspondence sent, stay of proceedings, next Court hearing, internal discussion re file, mailout of correspondence as requested by preferred creditors who attended Court, organize e-mailout and mailout of correspondence, complete e-mailout & mailout, post disbursement, internal discussion re books and records from Salmon Arms, coordinating with Elaine and internally re same	2.30
	JM	Prepare for and attend Court, disc with certain preferred S/H, disc with Wayne re: shareholder matter, disc with Elaine re: sending records to Vancouver, calls/emails from investors, prepare letter to preferred S/H and send.	3.20
12/10/2018	GS	Internal disc re: courier service to deliver boxes.	0.30
	MT	Internal discussion re file, responses from investors, emails/calls with Elaine Carelse coordinating courier/shipping of boxes of records, voicemail from investor, internal discussion re same, email from investor re Monitor's website, reply with link to website, review emails received from preferred shareholder in reply to letter sent as requested by other preferred shareholders, forward same to Hank Andersen & Gerry Parfeniuk, voicemail from Hank Andresen, emails from/to Public Guardian re which deceased investor estate they are receiving email for, internal discussion re file, further internal discussions re file, Court Order and commentary for update on website, prepare email to R. Ouimet coordinating updates to website & email	2.70
	JM	Review and respond to enquires of several investors, disc with J. West re: legal fees and interest dispute with Fasken Martineau, call to BCSC and review of 2012 letter to investors, send to J. West and D. Hyndman.	2.50

		<u>Hours</u>
12/11/2018	JP Post and process cheque payment	0.30
	MT Email from R. Ouimet re website update, review website for updates	0.20
	JM Review letter to investors, disc with Rod Anderson, call from investors, disc with Elaine re: payment of bills.	1.30
12/12/2018	GS Call from ACE re: boxes to be delivered. Arrange payment to ACE Courier Service.	0.40
	MT Email from investor re update in email address, forward same to Elaine, internal discussion re file, wire transfer, disc re courier of boxes, email with J. West re wire transfer instructions, email to Elaine re shipped boxes received, call from investor requesting to resend email sent to investors on Friday, forward email to investor as requested, email from J. West re Direction to pay, print, save signed document and email back to J. West, call from M. Alperstein of WG, disc re wire transfer cut-off, alternative proposal to have funds direct deposited, confirm direct deposit of funds, internal update re same, email from Linda Gesi of WG re deposit confirmation, review & discuss internal confirmation of funds received, prepare deposit advice for posting	1.50
	JM Discussion with J. West re funding, payment to BWC, remuneration request of D. Bergman, review email from Wayne re: agreement to finance purchase at Carleton	0.80
	JP Email to/from bank re: wire transfer information Check online banking if we already received the direct deposit from the lawyer Post funds in Ascend	0.40
		Amount
For professional services rendered		245.40 \$89,545.49

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LICENCED INSOLVENCY TRUSTEE

1140 - 800 W Pender Street
Vancouver, BC V6C 2V6
Tel 604 605 3335
Fax 604 605 3359
www.boalewood.ca

Date: **October 12, 2018**

Billing To: **ALL CANADIAN INVESTMENT CORPORATION ("ACIC")**
c/o Boale, Wood & Company Ltd.
1140 - 800 W Pender St
Vancouver, BC V6C 2V6

Re: Professional Services Rendered as Monitor in the CCAA Proceedings

Professional Fees from August 1 to September 30, 2018	\$ 22,658.50
GST @5%	<u>1,132.93</u>
	<u>\$ 23,791.43</u>

GST # 85626 6101 RT 0001

ALL CANADIAN INVESTMENT CORPORATION

October 12, 2018

In Reference To:
Invoice #10077

Professional Services

		<u>Hours</u>
8/1/2018	JM Disc with Alister re: BDO action, disc with Doug re: same and BCSC request, review files and organize info for BCSC.	1.50
8/2/2018	CC Organized and saved as zip file BCSC documents	2.10
	JM Review and finalize documents to be sent to BCSC, send email to D. Hyndman re: same. Email to/from A. Wade re: request for affidavit, disc and email from Liam re: update on CCAA matter.	1.40
8/3/2018	JM Revising affidavit, disc with Doug Hyndman, finalize affidavit and send to Wade, review of info provided by Liam, internal disc re: update cash flow report.	1.30
8/7/2018	JM Review Cash Flow report, disc internally.	0.30
8/8/2018	MT Email from Elaine bank statement update, review and update cash flow spreadsheet, review updated cash flow projection from ACIC, internal discussion re same	0.60
	JM Internal discussion re cash flow statement update	0.20

		<u>Hours</u>
8/13/2018	JM Calls from investors re; status update, email from Jeremy re: NW Condo offer.	0.50
8/14/2018	JM Disc with D. Hyndman, set up meeting with lawyer.	0.50
	MT Internal discussion re file, various matters, billing & miscellaneous	0.30
8/15/2018	JM Disc with J West re: status of restructuring, organize payment of professional fees, internal disc re: cash flow.	0.50
	MT Internal discussion re file, email with Elaine of ACIC	0.40
8/16/2018	JM Call to investor re: update, review cashflow update, disc with D. Hyndman, re: meeting tomorrow lack of apparent progress by ACIC, option, review Court Order re: short ext.	1.00
	JP Check Online Banking for incoming wire Prepare deposit advice for funds received	0.30
	MT Email from Elaine re bank statement, internal discussion re confirmation of funds received, call from investor, discussion re status, upcoming Court hearing in Sept 2018, referred to website for updates	0.60
8/17/2018	MT Email with Elaine re bank statement, update cashflow statement, internal discussion	0.50
8/20/2018	JM Organize and send info to BCSC	1.00
8/21/2018	JP Bank Reconciliation July 2018.	0.30

		<u>Hours</u>
8/24/2018	GS Internal disc re: update. Call to investor re: same.	0.20
8/27/2018	JP Prepare cheque requisition, process & print cheque re: payable	0.20
	JM Emails and discussions with J. West re info on Lot 5 sale, prepare report on Lot 5, finalize and send to D. Hyndman	3.80
8/28/2018	CC Review and post deposit. Print deposit slip.	0.20
8/29/2018	GS Review file re: misc disbursements and prepare cheque requisition.	0.30
9/3/2018	JM Review documents, and cash flow projection received from J. West, re: Court Application.	1.50
9/4/2018	CC Format Monitor's 6th report	0.60
	JM Calls to/from investor re: update, extension of Court Hearing. Disc with Jeremy West, Doug Hyndman, re: hearing on Thursday, position of Monitor preparation of Report to Court.	5.10
9/5/2018	JM Finalizing Monitor's report, disc with counsel, review amended cash flow forecast, conference call re: cash flow, finalizing requirements, emails regarding same, calls during the evening, revise cash flow review.	6.20
	MT Internal discussion re file, cash flow projection, emails from Elaine Carelse re bank statement, payments, internal discussion re same, updates to cash flow statement, prepare schedules for Monitor's report, assist in edits to report, further discussion re Monitor's Sixth report, cash flow statement, email to D. Hyndman draft report, cash flow statement & appendix, further internal discussion re report, edits to same, emails with from/to J. Kwok of Watson Goepel re updates to service list and email service list	3.00

		<u>Hours</u>
9/6/2018	JM Disc with Counsel, review various documents, filed, prepare and attend at court hearing, follow up meeting with Petitioner's counsel to disc loan portfolio reporting and follow up, organize updates to website, call from investor.	3.20
	MT Review updated service list and email service list received, prepare, email & coordinate updating of service list and email service list to website, internal discussions re file, website updates, email to J. Kwok request copies of Court filed documents since June 2018 for website update, call with J. Kwok discussion re same, emails with J. Kwok re Court filed documents/report/affidavits, review same, organize and prepare materials and layout of same to be uploaded/updated onto website, prepare website commentary update, internal discussion re same, emails with R. Ouimet coordinating updates to website, review website for updates	3.50
9/7/2018	JM Call from several investor re: result of court hearing, internal disc re: website updates.	1.20
	MT Review statement, prepare deposit advise, prepare requisition for payment, internal approval, internal discussion re file	0.60
9/10/2018	MT Voicemail from shareholder, internal discussion re file, cash flow statement	0.30
	JM Internal disc re: preparation of cashflow, organize payment of fees.	0.40
	JP Review payables, process payment and print cheques.	0.40
9/11/2018	MT Review file, cash flow projection, save to file, format cash flow projection spreadsheet, draft Monitor's report on cash flow statement and notes in support of same, review affidavits/materials filed, internal discussion re same, update/edits to report & notes	3.50
	JM Calls/emails from investor, review and finalize cash flow report, disc with Jeremy West.	2.30

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		<u>Hours</u>
9/11/2018	JP Post receipt of funds and prepare deposit slips	0.40
9/12/2018	MT Email from J. West re draft monitor's report on cash flow, ACIC updated cash flow projection, review comments for revisions, review updated cash flow, update/edits to cash flow statement schedule A & Monitor's draft report, internal discussion re same, finalize updated draft report, email to J. West, D. Bergman updated draft Monitor's report for review	1.20
	JM Finalizing cash flow report, call from investor.	1.00
9/13/2018	MT internal discussion re file, finalize Monitor's Report on cash flow statement, prepare Court copy to be filed, attend at Court for filing of same, email registry stamped copy to D. Hyndman to circulate, email with R. Ouimet coordinating uploading of same to Monitor's website, review website updates	1.80
	JM Email from investor and email to Don re: investor comments.	0.30
9/17/2018	JM Disc re: P. Censorio project, home being built in La Quinta, disc with J. West re: same.	0.60
9/18/2018	MT Call from Investor, discussion re Court hearing, status, updates posted on the Monitor's website	0.30
	JM Meeting with investors to disc status of proceeding.	1.00
	JP Bank Reconciliation August 2018.	0.30
9/21/2018	JM Follow-up calls to Doug/Jeremy re: claims process, monthly reporting, internal disc re: billing in ACIC acct.	2.40

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ALL CANADIAN INVESTMENT CORPORATION

		<u>Hours</u>
9/24/2018	JM Email to Investor, review draft claims process order prepared by ACIC, review other claims process orders, call to Jeremy.	2.70
9/26/2018	JM Meeting with group of investor preferred shareholders, call to D. Hyndman, discuss with Jeremy West re: monthly report and claim process.	1.50
9/27/2018	JM Call from investors for updates.	0.30
	MT Voicemail from investor, internal discussion	0.30
9/28/2018	JM Call from investors, call to Jeremy.	0.50
For professional services rendered		<u>64.40</u> <u>\$22,658.50</u>



LICENCED INSOLVENCY TRUSTEE

1140 - 800 W Pender Street
Vancouver, BC V6C 2V6
Tel 604 605 3335
Fax 604 605 3359
www.boalewood.ca

Date: August 15, 2018

Billing To: ALL CANADIAN INVESTMENT CORPORATION ("ACIC")
c/o Boale, Wood & Company Ltd.
1140 - 800 W Pender St
Vancouver, BC V6C 2V6

Re: Professional Services Rendered as Monitor in the CCAA Proceedings

Professional Fees from June 12 to July 31, 2018	\$ 9,407.50
GST @5%	<u>470.38</u>
	<u><u>\$ 9,877.88</u></u>

GST # 85626 6101 RT 0001



Invoice submitted to:
ALL CANADIAN INVESTMENT CORPORATION

August-15-18

In Reference To:
Invoice #10077

Professional Services

		<u>Hours</u>
12/06/2018	MT Review emails from J. Kwok re registry stamped copies of Affidavit & Order, emails with R. Ouimet coordinating update of registry stamped documents to website, review website for updates, review ACIC projected cash flow from Elaine, review & edit spreadsheet, internal discussion re same, emails with Elaine re details of the cash inflow projections	1.70
	JP Check Online Banking for EFT and post receipt of funds Transfer funds to estate account	0.50
13/06/2018	MT Review ACIC Company's cash flow projection, update/edit/format spreadsheet, calls/emails with Elaine re error on spreadsheet, request details on cash inflows, further call/discussion with Elaine/Don re details of the of anticipated cash inflows from sale of properties for the cash flow projection period, note to file, internal discussion re cash flow projection	1.30
	JM Disc with Jeremy, Liam re: follow up to extension order. Internal disc re: projected cashflow.	0.80
14/06/2018	GS Receive and post deposit.	0.20



		<u>Hours</u>
14/06/2018	MT Email from Elaine, print attachments	0.20
	JM Review cash report, call to Jeremy West re: appraisal fees, review legal fees and arrange payment.	1.00
18/06/2018	JM Internal disc re: weekly report, legal fee payment.	0.30
	JP Check Online Banking for EFT and post receipt of funds	0.20
19/06/2018	MT Prepare requisition for payment of legal fees, internal approval	0.30
	JM Call from investor re updates	0.30
20/06/2018	MT Internal discussion re file, company's cash flow projection	0.30
	JM Internal disc re: Cashflow report, call to Liam/Jeremy re: same. Call from investor re: recovery.	1.20
21/06/2018	MT Review email from Elaine re cash flow projected, update/edits re same, internal discussion	0.60
	JM Internal disc re: cashflow, call to Don, review info provided by Don, call from investor re: update.	1.80
	JP Prepare cheque requisitions, process & print cheques re: payables	0.50
22/06/2018	MT internal discussions on report on cash flow, update edits to cash flow spreadsheets, prepare draft report on cash flow projection, update/edits re same, internal discussions, email to Don/Elaine re updates on ACIC company properties for sale	1.20

Hours

22/06/2018	JM	Finalize cashflow report, call from investor re: process, expected recovery, to investors, prepare schedule for estimating payouts.	1.20
	JP	Post receipt of funds and prepare deposit slip	0.20
25/06/2018	MT	Emails with Don/Elaine re update on sale prospects for company's real property, internal discussion re same, internal discussion re drafted monitor's report on cash flow, email copy of draft report to J. West & L. Oster	0.60
	JM	Internal disc re: cashflow statement, send to Jeremy West. Call and emails from investor.	0.90
26/06/2018	JP	Review payable, process payment and print cheque.	0.20
27/06/2018	JM	Meeting with J. West re: status of administration, next application, cashflow statement, Censorio property, sales, closing process.	1.50
28/06/2018	MT	Receive & review cheque payment, mailout with copy of invoice, internal discussion re file	0.30
03/07/2018	JM	Disc with Jeremy re: update, info re: BCSC and cash flow.	0.70
09/07/2018	JM	call to investor regarding status update, internal discussion re: cash flow, email to Jeremy West re: outstanding items	0.90

		<u>Hours</u>
10/07/2018	MT Call from Investor, discussion re status of file, extension of stay of proceedings, discussion on report and updates on Monitor's website	0.30
11/07/2018	JM Disc with Doug re: BCSC issue	0.70
12/07/2018	JM conference call with Counsel re: BCSC order and requirement to provide, follow-up re same	1.00
16/07/2018	MT Call from investor, discussion regarding ACIC status, email to Jim link to Monitors website for ACIC CCAA information, email from Elaine re bank statements, print & save to file	0.60
	JM Review & revise cash report, call to/from Doug re; litigation against BDO	0.80
18/07/2018	JM Conference call with Jeremy, Doug re: BDO lawsuit, calls from investors, follow up with Jeremy re: status of various matters including sales of P. Censorio property.	1.80
25/07/2018	JM Disc with J. West re: update Censorio property sales, Westminster properties, other CCAA matters.	0.60
26/07/2018	MT Call from investor, discussion re status of file, stay of proceedings, updates available on Monitor's website	0.30
27/07/2018	MT Review emails from Elaine, update cash flow, emails with Elaine re bank charges, call from investor, discussion re status, next Court hearing date, directed to website for information, Court filed documents and future updates	0.80
	JM Disc with D. Hyndman re: BDO litigation, internal disc re: cash flow.	0.40

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		<u>Hours</u>
30/07/2018	JM Disc with Jeremy, Doug re: BDO lawsuit, respond to investor inquiries.	0.80
31/07/2018	JM Review correspondence re: BDO action, email to D. Hyndman.	0.30
		<u>Amount</u>
	For professional services rendered	<u>27.30</u> \$9,407.50



LICENCED INSOLVENCY TRUSTEE

1140 - 800 W Pender Street
Vancouver, BC V6C 2V6
Tel 604 605 3335
Fax 604 605 3359
www.boalewood.ca

Date: June 11, 2018

Billing To: ALL CANADIAN INVESTMENT CORPORATION ("ACIC")
c/o Boale, Wood & Company Ltd.
1140 - 800 W Pender St
Vancouver, BC V6C 2V6

Re: Professional Services Rendered as Monitor in the CCAA Proceedings

Professional Fees from May 1 to June 11, 2018	\$ 16,223.00
GST @5%	<u>811.15</u>
	<u><u>\$ 17,034.15</u></u>

GST # 85626 6101 RT 0001



Invoice submitted to:
ALL CANADIAN INVESTMENT CORPORATION

June 11, 2018

In Reference To:
Invoice #10077

Professional Services

		<u>Hours</u>
2018-05-01	JM Review status DIP, cashflows, responding to investors enquires.	1.30
2018-05-02	JM Disc with Doug Hyndman re: request of DIP lender counsel, other matters. Calls to investors re: status, updates.	1.50
2018-05-03	JM Review and finalize accounts of Monitor's time, organize payment of professional fees.	0.70
2018-05-04	JP Check for credit of wire transfer Process transfer of funds and print cheque.	0.50
	JM Disc with Jeremy re: update on DIP, Censorio sales, follow-up re: plan, getting info to Monitor on Loans.	0.80
	CC Review and post deposit. Print deposit slip.	0.20
2018-05-07	JM Call from investor, provide updates on administration, follow up re: payment of professional fees.	0.80



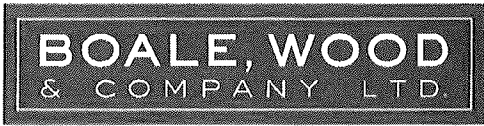
		<u>Hours</u>
2018-05-09	GS Review legal fees and prepare cheque requisitions.	0.50
2018-05-10	JP Review cheque requisitions Post and print cheques re: same	0.50
2018-05-15	JM Review weekly, cash report from Elaine, email to J. West re: same, call from investor re: update.	1.10
	MT Email from Elaine re bank statement, view & print attachments	0.20
2018-05-16	JM Call from investor for update.	0.20
2018-05-22	MT Review emails from Elaine, review bank statements and update cash flow	0.70
	JM Call from investor re: update, set up meeting with counsel for ACIC, internal disc re: cashflow reporting.	0.80
2018-05-25	JM Disc with Jeremy West re: meeting for status update, review o/s requests, consider upcoming hearing and expectation re: further extensions.	1.40
2018-05-28	JM Attend at meeting with J. West re: status of sales, borrower repayment.	1.70
2018-05-31	JM Review demand from BCSC, review file, internal disc re; same.	1.00
2018-06-01	MT Emails with Elaine re May monthly bank statements, update cash flow accordingly	0.30



		<u>Hours</u>	
2018-06-04	MT	Internal discussion re file, cashflow & variance analysis to be prepared for Monitor's report	0.20
	JM	Disc internally re: cashflow comparison, disc with Jeremy re: info on loan portfolio, call to Doug re: BCSC, demand for documents, review previous report, Court Order.	2.80
2018-06-05	MT	Review ACIC company projected cash flow, prepare cash flow variance analysis, internal discussion re same, emails with Elaine Carelse re details of the proceeds of DIP financing funds received from Watson Goepel, review details provided by Elaine and update cash flow spreadsheets, internal discussions	2.30
	JM	Review cash flow analysis, follow up re: application materials ACIC.	0.80
2018-06-06	MT	internal discussion re file, cash flow, review updated cash flow emailed by Elaine Carelse, edits to cash flow spreadsheet and variance analysis, calls with Elaine, discussion re recording of commitment fee, update/edits to cash flow, internal discussion re same, further call with Elaine discussion re recording of expenses paid in May 2018, review details of funds received and payment of legal fees, further update/edits to cash flow and cash flow variance	2.70
	JM	Disc with Jeremy and Doug, drafting report and cash flow analysis, review of ACIC material filed with Court.	5.10
2018-06-07	GS	Organize filing.	0.20
	MT	Internal discussion re file, cash flow projection, email from Watson Goepel, review attachments, save/download files for posting on website, emails with R. Ouimet coordinating posting of documents on website, review website posting	0.80
	JM	Preparing Monitor's Fourth report to court and schedules, reviewing application materials of ACIC disc with D.Hyndman, meet with J. West re: loan/asset schedule.	5.50

		<u>Hours</u>
2018-06-08	MT Internal discussion re file, review cash flow, edit and save pdf copy, prepare appendices section of Monitor's Fourth Report, review pdf copies of unfiled & filed 1st page of Monitor's 4th report, merge pdf files, emails with R. Oulmet coordinating update of filed report onto the ACIC website, view website update	1.20
	JM Disc with Jeremy, Doug, review info provided by Jeremy finalize Monitor's report, attend at Doug's office to sign final report.	4.50
2018-06-11	JM Attend at court.	2.50

		<u>Amount</u>
For professional services rendered		42.80 \$16,223.00



LICENSED INSOLVENCY TRUSTEE

1140 - 800 W Pender Street
Vancouver, BC V6C 2V6
Tel 604 605 3335
Fax 604 605 3359
www.boalewood.ca

Date: May 3, 2018

Billing To: ALL CANADIAN INVESTMENT CORPORATION ("ACIC")
c/o Boale, Wood & Company Ltd.
1140 - 800 W Pender St
Vancouver, BC V6C 2V6

Re: Professional Services Rendered as Monitor in the CCAA Proceedings

Professional Fees from March 1 to April 30, 2018	\$ 37,096.50
GST @5%	<u>1,854.83</u>
	<u>\$ 38,951.33</u>

GST # 85626 6101 RT 0001

ALL CANADIAN INVESTMENT CORPORATION

May 3, 2018

In Reference To:
Invoice #10077

Professional Services

		<u>Hours</u>
3/1/2018	JM Call from Doreen. investor, review of cash receipts and disbursements, call to J. West re; status of his application materials, call to Katie re: approval loan transactions, review filing materialy.	3.50
	MT Internal discussion, updates/edits to cash flow statement, posting of funds received on spreadsheet, payments out, internal discussions re same.	1.50
3/2/2018	JM Draft Affidavit re: extension application, emails to/from Hyndman, disc with J. West.	2.80
	MT Internal discussion re file, prepare fax cover & fax to Alan Mileta, emails with Elaine Carelse re cash flow, updates/edits to cash flow spreadsheet, internal discussions, email from J. Kwok re notice of extension of stay application, review material, print acknowledgement receipt & return via email, emails re copy of affidavit # 3, emails with R. Ouimet coordinating update of website with materials	1.80
3/5/2018	JM Finalize affidavit, meet with D. Hyndman, call to ACIC counsel, call from investors.	1.70
3/6/2018	JM Finalize and arrange to sign affidavit, disc with D. Hyndman and J. West, email investor.	1.30



		<u>Hours</u>
3/6/2018	MT Edit affidavit, format, review email re unfiled copy of affidavit, internal discussion re updates, documents, review webpage, rearrange layout, emails with R. Ouimet coordinating website layout, file & website updates	1.50
3/7/2018	JM Call from investor re: T5 investment filing, respond to investor request for update. Disc with D. Hyndman re: extension hearing call to investor requesting update.	0.70
	MT Internal discussion re file, status, review correspondence re cash flow, disbursements	0.60
3/8/2018	GS Internal disc re: documents received.	0.20
	JM Call from investor, email to J. West re: update on application.	0.50
	MT Internal discussions re :file, post disbursement, prepare requisition for payment of disbursements, internal approval, email from J. Kwok re Order made after application, review/save to file & print, emails with R. Ouimet coordinating update of Order on website, view website updates.	1.00
3/9/2018	JM Prepare for and meet with Jeremy, Liam re: status of loan info, review loans, call from investor re:update.	2.70
3/13/2018	MT Email from J. Kwok of Watson Goepel re service list updates, review & save, coordinate update of lists on website	0.60
3/15/2018	MT Internal discussion re: cash flow, email to/from Elaine Carelse re update cash flow, Review bank statement,	1.00
	CC Review and post deposit. Print deposit slip.	0.20

		<u>Hours</u>
3/15/2018	JM Conference call with Jeremy, Liam, disc with Alister re: loan portfolio info, internal disc re; Cashflow update.	1.60
3/16/2018	JM Review info sent to investors, disc with Jeremy re: updates on Loan info ,review cash position. Call from investor re: status update.	1.10
3/19/2018	JP Review payables, process payments and print cheques Post and Print Wire Transfer Deposit	0.50
	JM Call from investor, call to Jeremy, review letter from BDO, counsel re: action commenced by ACIC, consider issue of stay.	1.40
3/20/2018	JM Disc with D. Hyndman, Jeremy West re: BDO lawsuit, DIP financing, status of loan materials, review DIP financing offer.	1.70
3/21/2018	JM Disc with D. Hyndman, status of ACIC progress in providing loan info, collecting money from borrowers, DIP financing call to Jeremy West re: expressing concerns re: progress to clients, timing of DIP borrowing and need for DIP.	1.60
3/22/2018	GS Internal disc re: status update.	0.30
	JM Call from/to Jeremy West re: status update, investor call. Internal disc re: status update.	0.60
	MT Review file, internal disc re: status update.	0.40
	JP Bank Reconciliation February 2018.	0.20

		<u>Hours</u>
3/23/2018	JM Disc with D. Hyndman, call from J. West re: update DIP, Censorio loan repayment.	0.90
3/26/2018	JM Calls to Investor with respect to updates on CCAA proceedings, review info from investors. Review dropbox of loan info put together by Watson Goepel, disc with Liam loan info.	4.50
	MT Email from Elaine re bank statement update, print & review, update spreadsheet	0.50
3/27/2018	GS Internal disc re: loan portfolio. Generate draft loan summaries. Internal disc re: company search.	0.80
	JM Review of loan documents in drop box, meet with D. Hyndman to discuss loan portfolio, missing info, organize meeting with J. West.	3.50
3/28/2018	JM Prepare schedule of loans and forward to Hyndman, West, prepare for and meet with ACIC lawyer, follow up discussion with D. Hyndman.	3.70
	MT Review file, internal discussion re Bergman affidavits, exhibits	0.40
3/29/2018	JM Review of loan info, updating schedule, follow up re: missing info.	2.70
3/31/2018	JM Review of loans info, disc with D. Hyndman, call to Liam re: missing info, updates to schedule.	3.00
4/1/2018	JM Further analysis of loans.	2.40
4/3/2018	JM Disc with D. Hyndman re; missing info, content of Monitor's report, info o/s from ACIC, organize R&D actual cash flow projected schedule, call from investor.	0.90

		<u>Hours</u>
4/3/2018	MT Review email from Elaine Carelse re updated bank statement, update cash flow spreadsheet, draft/update variance analysis	2.50
4/4/2018	JM Disc with Doug, Jeremy re: Monitor's report, issues, plan of Jeremy, timing of signing's client affidavit review of BDO lawsuit documents, disc with Jeremy, Preparing report, disc with investors.	4.00
4/5/2018	JM Disc with Jeremy, drafting Report to Court, follow up on missing info, call from investor, further disc with Jeremy West.	2.80
4/6/2018	JM Review of affidavit, draft Order being sought, disc with Jeremy re: meeting with Don and Peter, disc with D. Hyndman.	1.70
4/8/2018	JM Review documents, drafting Monitors Third Report.	5.20
4/9/2018	GS Internal disc re: report to court.	0.20
	JM Meeting with D. Hyndman, finalizing Monitor's report, disc with counsel for ACIC re: monitor's conclusions., updates on commitments by P. Censorio.	6.50
4/10/2018	JM Finalizing report, attending at lawyer office to sign report, disc on application with D. Hydman, J. West, further disc re: registrations, offers on several Censorio properties.	5.00
4/11/2018	JM Attend at Court follow up re: revised Order, disc with Jeremy, Doug re: registering security. DIP Financing approved.	3.50
4/12/2018	GS Internal disc re; report to court.	0.20

		<u>Hours</u>
4/12/2018	MT Review emails re file, organize & coordinate updating of documents to ACIC website	1.50
	JM Follow up with Liam, Doug re: registration of security, internal disc re: posting info on Website, calls from Investors, follow up re: status of deposits on Censorio property sales.	1.20
4/13/2018	JM Updating website review emails re: court order, registering mortgages.	0.50
4/16/2018	MT Call from investor, email from J. Kwok of Watson Goepel re entered Court Order, emails with website admin coordinating update of information and Order to website, review website update	0.80
	JM Disc with Liam, review and respond to email re: DIP financing.	0.50
4/17/2018	JM Review cashflow, internal disc re: postings on Website, billing, consider impact of Censorio financial position and possible filing, disc with Liam.	1.50
4/18/2018	JM Disc with Jeremy re: DIP funding, request for letter.	0.70
4/19/2018	GS Email from John McEown re: letter to Faskin. Prepare and sign letter to Faskin and email to Liam.	0.90
4/27/2018	JM Emails and disc re: request by DIP Lender. disc with Jeremy re: Censorio deals.	0.90
	JP Bank Reconciliation March 2018.	0.20

	<u>94.60</u>	<u>Amount</u>
For professional services rendered	94.60	\$37,096.50

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LICENSED INSOLVENCY TRUSTEE

1140 - 800 W Pender Street
Vancouver, BC V6C 2V6
Tel 604 605 3335
Fax 604 605 3359
www.boalewood.ca

Date: March 8, 2018

Billing To: ALL CANADIAN INVESTMENT CORPORATION ("ACIC")
c/o Boale, Wood & Company Ltd.
1140 - 800 W Pender St
Vancouver, BC V6C 2V6

Re: Professional Services Rendered as Monitor in the CCAA Proceedings

Professional Fees from January 23 to February 28, 2018	\$ 14,514.12
GST @5%	<u>725.71</u>
	<u><u>\$ 15,239.83</u></u>

GST # 85626 6101 RT 0001

ALL CANADIAN INVESTMENT CORPORATION

March 8, 2018

In Reference To:

Invoice #10077

Professional Services

		<u>Hours</u>
1/23/2018	JM Disc with Katie, Scott re: payments to secured creditors, disc with Chris Ramsay re: management fee, internal disc re: posting of 2nd report on Website, review of weekly cash receipts and disbursements, email from/to Investor re: update.	2.60
	MT Internal discussion re file, update cash flow	0.50
1/24/2018	JM Follow up re: Court approval of transactions.	0.30
	MT Emails from Deborah & Katie Mak of Clark Wilson re entered approval & vesting Order, save to file, coordinate website update of Order	0.60
	JP Review cheque requisition Post and print cheque re: same	0.20
1/25/2018	JM Organize billings, disc with K. Mak re: further retainers.	0.60
	GS Internal disc re: o/s invoice. Prepare cheque requisition.	0.30

		<u>Hours</u>
1/25/2018	MT Emails coordinating update/edits to website, internal discussion re updates on website, review cheque, mailout with copy of invoice	0.50
1/26/2018	JM Correspondence re: payout, payment of fees.	0.30
	MT Review file, post disbursements, prepare requisition for payment, internal approval, call from Doug Paddock, investor, contact details to return call re his inquiry on status of his investment	0.60
	JP Check if wire transfer was received Prepare Deposit Advice. Post and Print Deposit Slip	0.30
1/29/2018	JM Review legal bills, organize payments, follow up re: legal fees, call from investor, call from K. Jackson.	1.20
	MT Email from Kirk Romero (Meridian), print confirmation of loan	0.20
	JP Prepare cheque requisition Post and print cheque re: same Prepare Deposit Advice Slip Post and Print Deposit Slip	0.50
1/30/2018	JM Call from investors, borrowers, organize meeting with Clark Wilson, review cash disbursements.	1.10
	JP Check if wire transfer was received Prepare Deposit Advice Slip Post and Print Deposit Slip	0.20

		<u>Hours</u>
1/31/2018	MT Email from Stonewater re loan information requested, print & save to file	0.20
	JP Prepare Deposit Advice Slip Post and Print Deposit Slip	0.60
	Prepare cheque requisitions Post and print cheques re: same	
2/1/2018	JM Disc with Don re: meeting with Borrower, Peter Censoria, meeting with Katie, Chris re: details, review of loan documents	3.50
2/2/2018	GS Disc internally re: company search. Prepare company searches and review with John McEown .	0.60
	JM Disc with K. Mak re:investor calls. Organize company searches.	0.60
2/5/2018	JP Prepare cheque requisition Post and print cheque re: same	0.30
	JM Call from Investor, disc with C. Ramsay re next Court date, info required	0.60
2/6/2018	JM Disc with K. Mak re: info o/s from Don re: loans, upcoming expiration of Stay, disc with C. Ramsay respond to investor enquiry.	1.70
	MT Call from Brian Rankin investor, discussion, information available on Monitor's website, obtained contact information and forward same to Monitor J. McEown	0.30
2/7/2018	JM Disc with Chris re: conflict of interest, disc with several investors re: status update, disc with Katie re: info on loan portfolio.	1.60

		<u>Hours</u>
2/8/2018	JM Meeting with C. Ramsay re: Katie Mak re: conflict issue, disc with counsel that may take over as counsel for ACIC, disc with D. Hyndman re: Figsard request re: security opinion, follow up disc re: same, call to/from investors re: status.	3.80
	MT Review email from Elaine re bank statement, save & print attachments, update cashflow, internal discussion with J. McEown re same	0.60
2/9/2018	GS Calls from Ajit re: update. Email to John McEown re: same. Internal disc re: same.	0.50
2/13/2018	JM Disc with Jeremy West, internal disc re: drop box files, review of documents	1.40
2/14/2018	JM Internal disc, email to/from Elaine.	0.30
	MT Email from Elaine re weekly update, print attachments/statements, set up for ACIC Dropbox access	0.50
2/15/2018	JM Disc with Jeremy, review of mtg info.	0.80
	MT Internal discussion, download dropbox information re mortgage	0.30
2/16/2018	JM Follow up re; Mtg. info, call from investor.	0.90
2/19/2018	JM Internal disc re: change of lawyer, webpage update, call to Jeremy. Call from investor.	0.80
	MT Internal discussion re file, updates to website, review materials, email/coordinate with website administrator re update of Notice of change of lawyer	0.60

		<u>Hours</u>
2/20/2018	MT Review email from J. Kwok of Watson Goepel re updating of service lists, save to file, coordinate with website administrator re website update of same	0.40
	JP Bank Reconciliation January 2018.	0.30
2/22/2018	JM Call from investors, call from J. West re: status re: putting loan document together, application for adjournment.	0.90
2/23/2018	JM Prepare for and meet with Jeremy West re: application to adjourn hearing until April 8, 2018. review of loan info being prepared , disc re: management office, disc with D. Hydman re: application to adjourn and extend stay.	4.50
	MT Call from Doug Paddock, investor, discussion, & email info to J. McEown, call from Hassan Saadaoui investor, discussion, direct investor to website for information, obtain contact details & email info to J. McEown re same	0.70
2/26/2018	JM Call from investor re: update, email to/from Jeremy re: extension, email from Elaine, review cash position.	0.50
2/27/2018	MT Call from Mary Woo, investor, discussion re information available on the Monitor's website and can send email Monitor for questions, forward to J. McEown, call from Doug Paddock investor, redirect call to J. McEown	0.60
2/28/2018	JM Call from Investor re: update on status.	0.50
	MT Review emails from Elaine re weekly report, print & review attachments, update schedule, save & print, file	0.60

		<u>Amount</u>
For professional services rendered		39.50 \$14,514.12

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LICENCED INSOLVENCY TRUSTEE

1140 - 800 W Pender Street
Vancouver, BC V6C 2V6
Tel 604 605 3335
Fax 604 605 3359
www.boalewood.ca

Date: January 25, 2018

Billing To: ALL CANADIAN INVESTMENT CORPORATION ("ACIC")
c/o Boale, Wood & Company Ltd.
1140 - 800 W Pender St
Vancouver, BC V6C 2V6

Re: Professional Services Rendered as Monitor in the CCAA Proceedings

Professional Fees from December 1, 2017 to January 22, 2018 (see attached)	\$ 24,202.00
GST @5%	<u>1,210.10</u>
	<u>\$ 25,412.10</u>

GST # 85626 6101 RT 0001

ALL CANADIAN INVESTMENT CORPORATION

January 25, 2018

In Reference To:
Invoice #10077

Professional Services

		<u>Hours</u>
12/1/2017	MT Prepare letter re cash flow, email to Don Bergman, emails re cash flow letter, print & save to file Review emails from Deborah Hamann-Trou, edit commentary and organize materials for website update, emails with website administrator for uploading of documents to website and update/edits to same, review invoice for publication, prepare requisition for disbursement of payment, internal approval, review emails from J. McEown, Deborah Hamann-Trou re updates to service list and email service list, print/review/pdf, email to website administrator coordinating updates to website, review and further emails with Deborah Hamnan-Trou re filed affidavit # 2, further email to website administrator for update, organize file	3.90
	JP Review Cheque requisition Post and print cheque re: same	0.20
	JM Disc with K. Mak, follow up email to Instafund, calls from investors.	1.30
12/4/2017	MT Email re updating of service list & email service list, print & review, and coordinate website update, save to file, internal discussion re Elaine's email, print & save, review bank statement, update cash flow, review cheque payment and mailout with copy of invoice	1.30



		<u>Hours</u>
12/4/2017	JM Emails and Call to/from Katie, Doug re: hearing tomorrow, calls from investors re: status.	1.20
12/5/2017	MT Email from Deborah re filed Extension Order, print & save to file, coordinate updating of Extension Order to website	0.50
	JM Attend comeback hearing follow-up meeting with Chris, Katie re: next step, info required to assess loan portfolio, call from investor.	3.40
12/6/2017	JM Call from investor, investor/shareholder re: info on filing claim, plan, tax concerns, conference call with Don, Katie to discuss info required on loans. Disc internally re: loan portfolio.	2.70
	GS Disc internally re: loan portfolio. Review file.	0.30
	MT Emails re updates to Monitor's website	0.30
12/7/2017	JM Review of documents sent by Don on Mortgages.	2.00
12/8/2017	JM Review of loan document, sent by Don/Elaine.	1.00
12/11/2017	GS Internal disc re: loan portfolios. Save, print and set up files for various loan portfolio documents. Disc internally re: same Review files.	4.20
	JM Review of various loan documents sent by Don, calls from investors re: status of CCAA, internal disc re: organizing loan documents.	1.80

		<u>Hours</u>
12/12/2017	JM Call from Ficom, review of request to review mtg records, email/call to D. Hyndman, K.Mak.	1.90
	MT Email from Deborah Hamann-Trou re updates to service list & email service list, email to website administrator for updates	0.50
12/13/2017	JM Call from investors, review of loan documents.	1.00
	MT Emails re updates to service list and email service list, prepare pdf of updates & coordinate uploading of same to the website	0.60
12/14/2017	JM Review of loan documents.	1.10
12/18/2017	MT Review emails from Elaine, update cash flow spreadsheet, organize file	0.40
12/20/2017	JM Disc with Don/Elaine re: funds received and disbursed of same, call to C. Ramsay re:same.	1.20
	MT Internal discussion re file	0.20
1/2/2018	JM Review of Loan documents provide by Don, call to Katie to discuss next steps.	4.00
1/3/2018	GS Internal disc re: loan portfolio and schedule. Review files. Receive email from John McEown re: portfolio schedules. Set up file folders. Internal disc re: additional loan portfolio. Save loan portfolio schedules.	2.50
	JM Review and organize loan document, disc Katie Mak, email to Don/Elaine.	2.30

		<u>Hours</u>
1/15/2018	JM Draft letter to borrowers, fwd to K. Mak, Chris Ramsay, email letter to borrowers, respond to investor enquiry.	0.90
	GS Mail out correspondence to borrowers.	0.30
1/16/2018	MT Mailout of correspondences to borrowers, post disbursement, print email delivery confirmations, organize file	1.50
	JM Review correspondence from investors, update investor info, reply to investors, follow up re: borrower info.	0.80
1/17/2018	MT Email from Wayne Blair re information requested, review, save, print & file	0.40
	JM Review draft material re: application to Court re: approval of 2 transactions, disc with K. Mak, Doug Hyndman, prepare analyze in support of Monitor's position vice versa approving or not approving the transaction, drafting report.	3.00
	JP December 2017 Bank Reconciliation.	0.30
1/18/2018	MT Emails from Peter Censorio re Monitor's correspondence re loan information, print and file/save to respective folders, emails with Elaine re providing copy of bank statement for week of Jan 2, 2018	0.90
	JM Review application material sent by Katie Mak.	1.00
1/19/2018	MT Internal discussions re file, formatting, update/edits to Monitor's Second Report	1.00

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		<u>Hours</u>
1/19/2018 JM	Preparation of Monitor's Report, disc with K. Mak.	3.20
1/22/2018 MT	Review emails from Elaine re cash flow update for weeks ending Jan 5 & 12, 2018, print & update schedule re same, email from Deborah of Clark Wilson re updates to service list and email service list, review, save & pdf service list & email service list, emails with website administrator coordinating updates to website for same, review, edit & format Monitor's 2nd report, finalize & print, scan & save to file, prepare file copy and copy for Court, email to K. Mak, email unfiled copy of Monitor's 2nd report to email service list recipients, print/review appraisal invoice, prepare requisition for payment of same, internal discussion re saving emails/applications relating to second report, organize file, email from Clark Wilson filed copy of Monitor's Second Report to Court, save to file, service via email to email service list recipients, coordinate update of report to the website	4.50
JM	Finalize Monitor's report, review material filled by ACIC, disc with K. Mak, D. Hyndman re: final report, servicing parties, review weekly, cash receipt, disbursements, arrange to file with Court. Emails re: use of funds, report by Fisgard for pay down.	3.80

	<u>Amount</u>
For professional services rendered	77.15 \$24,202.00

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LICENSED INSOLVENCY TRUSTEE

1140 - 800 W Pender Street
Vancouver, BC V6C 2V6
Tel 604 605 3335
Fax 604 605 3359
www.boalewood.ca

Date: December 4, 2017

Billing To: ALL CANADIAN INVESTMENT CORPORATION ("ACIC")
c/o Boale, Wood & Company Ltd.
1140 - 800 W Pender St
Vancouver, BC V6C 2V6

Re: Professional Services Rendered as Monitor in the CCAA Proceedings

Professional Fees from October 5 to November 30, 2017	\$ 35,040.00
GST @5%	<u>1,752.00</u>
	<u>\$ 36,792.00</u>

GST # 85626 6101 RT 0001

ALL CANADIAN INVESTMENT CORPORATION

December 4, 2017

In Reference To:
Invoice #10077

Professional Services

		<u>Hours</u>
10/5/2017	JM Disc with Chris, review materials.	1.70
10/6/2017	JM Internal disc re: schedule of properties, review of offering memo, previous CCAA application by Bowra on similar file.	2.60
	MT Set up ACIC schedule of mortgages info to excel	0.40
10/18/2017	JM Disc with Katie, review info sent, info to Doug Hyndman.	1.50
10/19/2017	JM Disc with Doug Hyndman, re: acting as counsel for Monitor organize call with Don, consider cash flow, requirements.	1.40
10/20/2017	JM Disc with Don Bergman re: cashflow info, role of Monitor, follow up disc with Chris Ramsay. Review of documents.	1.00
10/24/2017	JM Disc with Katie re: timing of limited application, follow up Don re: casflows, review same.	0.70

		<u>Hours</u>
10/25/2017	JM Disc with Don Bergman, Elaine, accountant, review of cashflow.	0.90
10/26/2017	JM Review of info provided by Elaine, set up call,	0.50
10/27/2017	JM Disc with Don, Elaine re: cashflow info, review of cashflow, follow up disc with Katie re: hearing date.	0.90
10/30/2017	JM Review of schedule provided by Don/Elaine, prepare CCAA, cashflows, based on info provided, emails to/from Elaine, review of loan statements, prepare schedule of loans.	6.20
10/31/2017	JM Follow up email to Elaine re: additional info required, setting up call to discuss cashflows, loan schedule, finalize schedules, prepare consent to act.	1.10
11/1/2017	JM Conference call with Don, Elaine and Katie, review loan portfolio, follow up disc Katie, disc with Hyndman proposed Monitor Counsel, send info to Hyndman.	2.10
11/2/2017	JM Revise cashflow, email to Elaine, meeting with Katie Mak, Chris & review application material.	2.80
11/6/2017	JM Disc with D. Hyndman re: acting as Monitor, counsel possible conflicts, finalizing cashflow.	0.80
	MT Internal discussions re setting up website in anticipation of Court Order, email to/call from R. Ouimet discussion re coordinating creation of webpage and providing link for same, draft website commentary, email to R. Ouimet to set up	0.90
11/7/2017	JM Disc with Clark Wilson re: application, borrowings, cashflow, meeting at Clark Wilson.	1.80

		<u>Hours</u>
11/8/2017	MT Emails with website administrator, Katie Mak re website address	0.30
11/10/2017	JM Attend at Court re: initial application. Internal disc, review of 1st filing with OSB.	2.40
	MT Prepare draft Form 1	0.40
11/14/2017	JM Review of website material. Internal disc re: requirements of Monitor upon initial order, disc counsel re: 1st report, cashflow, timing of materials, application for borrowings, follow up information required.	2.30
	MT Internal discussion re OSB CCAA forms, website and next steps	0.30
	MT Coordinate update of website commentary and instructions to go live, for update, call to Marie Wu OSB re efling of CCAA	0.50
	MT Finalize and OSB efling of CCAA documents, form 1,	0.70
	MT Draft newspaper advertisement, internal discussion re required reporting & submission for the CCAA proceeding, further updates/edits for the website & coordinate same, telephone conference with JM & Katie Mak re file & next steps, Email to Katie Mak re newspaper advertisement and website information for the proceeding Upload Initial Application & order Prepare CCAA Form 2, review file information, internal discussions & finalize	2.90
	MT Further emails with Katie Mak re advertisement & website commentary, call to Katie Mak, discussion, finalize newspaper advertisement and coordinate further website updates, efling of Form 2	1.50
11/15/2017	JM Conference call with Clark Wilson and Don Bergman re: CCAA proceeding, dealing with creditors, payment of loan interest, info required on loan portfolio, DIP loan, follow up disc with Ramsay, call and email from L. Stephens, Fisgard, disc with Katie Mak re: DIP loan, position of Fisgard, notice requirement, review of same.	4.40

Hours

11/15/2017	MT	Receive & review email notification from OSB, print & save to file, finalize newspaper ad Emails with newspaper legal notice re proof, review and provide edits to same	1.00
	MT	Draft notice to creditors, internal discussion, Review email from company re creditor list, print & save to file	0.70
	MT	Set up file information on Ascend, input data, update creditors list, amendments to form 2, organize file, efile amended Form 2 to OSB's CCAA e filing system, email draft Notice to Katie Mak	2.90
11/16/2017	JM	Internal disc re: amended forms, creditor list, disc with Katie re: loan info required, schedule, disc with D. Hyndman re: next steps by Monitor overview of Company and expected plan. In general terms, prep of Loan schedule. Preparation of loan schedule discuss internally and review with Katie.	2.30
	MT	Email from legal notices re proof, email to re correction to notice Emails with Katie Mak re Notice to creditors, newspaper advertisement, creditor list. Internal discussions Finalize newspaper advertisement proof and internal approval, email from legal notices re release for publication	1.30
	MT	Call from Marie Wu of OSB CCAA section discussion re amendments filed & uploaded Prepare Notices for mailout, mailout, email copy of Notice to Elaine of ACIC, Prepare affidavit of mailing and post disbursement,	1.20
	MT	Prepare updates to website and documents to be uploaded, emails to/from R. Ouimet coordinating website update for same Review email from Katie Mak re service lists, prepare email to electronic service list recipients re Notice to creditors, [email copy of Notice to Creditors electronic service list recipients] Email from Katie Mak re creditor list, print attachments, organize file	1.50

		<u>Hours</u>
11/16/2017	GS Internal disc re: loans schedule. Email to/from John McEown re: same. Review loan schedule. Review loan Summary schedule. Prepare loan schedules and email to K. Mak.	2.90
11/17/2017	JM Drafting report, following up with Clark Wilson re: info from Company, review info provided.	3.80
	MT Internal discussion with J. McEown re file, report, formatting, preview report, format, updates/edits table of contents, review Katie Mak's email re creditor list	1.70
	MT Review Notice of Civil Claims, do search for addresses for certain creditors & update creditor list, call to Katie Mak, discussion regarding breakdown of accrued interest for debentures, email from Katie Mak with breakdown schedules, updates to creditor list, export & format, email creditor list to Katie Mak, internal discussion with J. McEown and further update/edits to creditor list, further email to K. Mak, email to legal notices re digital copy of newspaper advertisement that ran today Mailout Notice to additional creditors, affidavit of mailing	2.70
11/20/2017	MT Email from Legal Notices department re digital copy of newspaper advertisement Email from/to Katie Mak re creditor list, emails with website administrator coordinating upload/updating of creditor list to ACIC webpage Email copy of creditor list to Anthony as requested.	0.70
	JM Review of cashflow forecast info provided by Elaine, drafting initial report to court, several calls from investors.	1.50
11/21/2017	JP Prepare and Email Request to open a new bank account and set-up online banking	0.20
	MT Coordinate opening of bank account	0.20
	JM Disc with Katie re: Monitor's report, info on loan, cashflow, draft letter to borrowers, update cashflow, call to Elaine, calls and emails from investors.	2.80

		<u>Hours</u>	
11/22/2017	MT	Internal disc with J. McEown re formatting report, review report for formatting and update appendix list Emails with K. Mak re email service list, prepare information for website update, email to website administration re updates and document to upload onto website, edit email service list, pdf & emails with K. Mak & Deborah, further emails with website administrator coordinating update & uploading of files to the website	1.40
	JM	Preparation of Monitor's preliminary report, cashflow schedule, loan schedules, disc with Chris.	3.30
11/23/2017	MT	Internal discussion with J. McEown on cash flow schedule, debtor representation letter & letter re cash flow Update/edits to cash flow, assumptions, prepare debtor representation letter & debtor cash flow letter, format cash flow schedule, draft notes, internal discussions Draft Monitor's Report on cash flow and notes to cash flow, internal discussions, scan/save draft, email	2.80
	JP	Prepare wire transfer info. to send to ACIC	0.10
	MT	Email from Deborah of Clark Wilson re service lists update, review, scan/save, and coordinate updating of lists to website, internal discussion re Elaine's email, update creditor list, review monitor's report/update edits, finalize letter, scan/save, email to Don Bergman	2.20
	JM	Drafting report call to Chris/ Katie re: cashflow report, conference call with Don, follow up with Elaine.	3.80
11/24/2017	JP	Prepare cheque requisition to transfer funds from 3rd party to estate acct. Post and Print cheque re: same Prepare deposit slip request re: wire transfer received	0.40
	JM	Review of Monitor's report with Counsel for Monitor, revision to report, follow up emails from Don re: collection info.	2.20

		<u>Hours</u>
11/27/2017	JM Finalizing Monitor's report, disc with Clark Wilson re: same, update letter to borrowers. Emails from and calls to investors/creditors.	3.70
	MT Emails to/from website administrator re updating service lists and creditors list	0.30
11/28/2017	JM Calls from several investors re: status of company, next steps, follow up re: info requested from Don, review changes to report.,	1.60
	MT Internal discussion with J. McEown re file Review emails re updates to service list and email list, review lists & email to D. Hamann-Trou re edits, review finalized list update and save as pdf, emails with website administrator coordinating updating of service and email lists onto the website Internal discussion with J. McEown re correspondence to borrowers, and organizing a mailout, review draft correspondence and list of borrower, set up and update mail merge, preview and save draft set-up Further emails re updating of Service Lists and Email Service List, further emails to website administrator to upload updated lists to website	2.50
11/29/2017	MT Internal discussion with J. McEown re report, correspondence to borrowers, organize and finalize mail merge of correspondence to borrowers, instructions for printing, review printed correspondence, internal discussion, monitor signatures, organize sending/mailout of correspondence to borrowers, email, organize file, Update/edits/formatting monitor's first report	3.80
	JM Review, finalize and sign letters to borrowers, follow up with Don/Elaine re: cashflow info, disc K. Mak, Monitor Report.	2.70
11/30/2017	MT Print draft Montior's report & cash flow statements, internal discussions re report & cash flow statement, updates/edits, review, further updates/edits to Monitor's report, appendices, schedules, formatting, print draft report & compile Further updates/edits, reorganizing, formatting/layout of monitor's report, print drafts, internal discussions, various updates/edits to report, appendices, printing, review, obtain monitor signature, scan/save, email to K. Mak, call from K. Mak re status, copy report etc Email from Deborah of Clark Wilson extension application materials, call from Katie Mak, discussion re service of Monitor's first report to parties, discussion on material to be updated to website, further emails from Deborah filed copy of Monitor's first report, save, email service of Monitor's First Report to Court Receiver & review tear sheets of publication, file	6.00

ALL CANADIAN INVESTMENT CORPORATION

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Hours

11/30/2017 JM Finalizing Monitor's, Report and cash flow report, discuss Katie re: Affidavit of Don Bergman, arranging to file report and send to service list. 4.40

Amount

For professional services rendered

111.60

\$35,040.00

**IN THE SUPREME COURT OF BRITISH
COLUMBIA**

IN THE MATTER OF THE *COMPANIES' CREDITORS
ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, AS AMENDED

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,
S.B.C. 2002, c. 57, AS AMENDED

AND

IN THE MATTER OF THE *CANADIAN CORPORATIONS
ACT*,

R.S.C. 1985, c. C-44, AS AMENDED

AND

IN THE MATTER OF A PLAN OF COMPROMISE AND
ARRANGEMENT OF
ALL CANADIAN INVESTMENT CORPORATION

A F F I D A V I T

KORNFELD LLP

Barristers & Solicitors
1100 One Bentall Centre
505 Burrard Street, Box 11

Vancouver, British Columbia, Canada V7X 1M5

*Telephone: (604) 331-8300
Fax: (604) 683-0570*

D.B. Hyndman
File: BOA004/ALL171